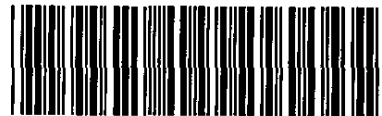


Registration number 04378989

Dawnus Limited

**Report and Financial Statements
for the year ended 31 December 2010**

THURSDAY



AL3JBTH2

A40

21/04/2011

31

COMPANIES HOUSE

Dawnus Limited

Company information

Directors

B Dalling
R T Evans
R G Jones
A G Peters
R D H Williams
R W Jones

Secretary

B Dalling

Registered office

Unit 7, Dyffryn Court
Riverside Business Park
Swansea Vale
Swansea
SA7 0AP

Auditors

PricewaterhouseCoopers LLP
Llys Tawe
Kings Road
SA1 Swansea Waterfront
Swansea
SA1 8PG

Bankers

Lloyds TSB Bank Plc
Carlyle House
5 Cathedral Road
Cardiff
CF11 9RH

Dawnus Limited

Contents

	Page
Directors' report	1
Independent auditors' report to the members of Dawnus Limited	3
Profit and loss account	4
Balance sheet	5
Notes to the financial statements	6

Dawnus Limited

Directors' report for the year ended 31 December 2010

The directors present their report and the financial statements for the year ended 31 December 2010

Principal activity

The principal activity of the company is the provision of civil engineering project management services. The company is a wholly owned subsidiary of Dawnus Construction Limited

Results and dividends

The results for the year are set out on page 4

The directors do not recommend the payment of a final dividend

Financial risk management objectives and policies

Along with all businesses, the company has to deal with, identify and manage a number of risks and uncertainties in its operations. Overall demand is dependent upon general economic conditions, perceived confidence in the future, and financial interest rates, all of which are outside the company's control. We aim to spread the impact of these general risks by constantly assessing the geographical and other markets in which we operate, by our commitment to a quality labour force through training and personal development, and by striving to control quality and minimise costs. The company carefully manages its working capital requirements, and continues to develop business systems and introduce new technology where appropriate to improve procedures and overall financial management.

Future developments

During 2010 and future years, the group will continue to focus on securing larger civil engineering contracts and will continue to employ our own labour force and plant in order to maximise quality and delivery, minimise costs and optimise health & safety considerations. Secured turnover at the end of 2010 was higher than at the equivalent stage in 2009, and the directors are confident that the turnover and profitability generated in 2010 will at least be matched in 2011.

Employment policy

It is our policy to be an engineering-led business, employing management and key trades on a regional basis rather than relying on subcontractors. This allows the company to control directly the quality of work undertaken and to train and develop its workforce, to ensure that we meet clients' needs and expectations and increasingly differentiate us from our competitors. In accordance with the company's policy on equality of opportunity, all managers are charged with treating employees, particularly those with a disability, fairly and equally. This policy has been monitored through both the company's Quality Management system and the monitoring documentation which forms part of the recruitment and selection process. The company's engineering training scheme continues to help the group to grow, whilst at the same time ensuring seamless succession to protect long term growth. We are committed to communicating with and involving employees in matters affecting their work, and to informing them of the performance of the business. The company has set out a Statement of Values, wherein we are committed to develop individual potential and to recognise individual contribution and reward performance. We would once again like to thank all company employees for their loyalty, hard work and dedication, which have contributed so much to the continued successful growth of the group.

Dawnus Limited

Directors' report for the year ended 31 December 2010

Directors

The directors who served during the year are as stated below

B Dalling	R G Jones
R W Jones	A G Peters
RT Evans	R D H Williams

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year. In preparing these financial statements, the directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

Provision of information to auditors

In so far as the directors are aware

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

PricewaterhouseCoopers LLP were appointed auditors to the company and are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006

By order of the board


R.G. Jones
Director

Independent auditor's report to the shareholders of Dawnus Limited

We have audited the financial statements of Dawnus Limited for the year ended 31 December 2010 which comprise the Profit and Loss Account, Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2010 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.

Paul Jenkins (senior statutory auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Swansea

19 April 2011

Dawnus Limited

Registration number 04378989

Profit and loss account for the year ended 31 December 2010

		Continuing operations	
		2010	2009
	Notes	£000	£000
Turnover	2	10,937	10,165
Administrative expenses		(10,902)	(10,123)
Operating profit	3	35	42
Interest payable and similar charges	4	(40)	(42)
(Loss)/profit on ordinary activities before taxation		(5)	-
Tax on (loss)/profit on ordinary activities	8	6	(8)
Profit/(loss) for the year	17	1	(8)
Retained profit brought forward		81	89
Profit/(loss) for the year		1	(8)
Retained profit carried forward		82	81

There are no recognised gains or losses other than the profit or loss for the above two financial years

There is no material difference between the loss on ordinary activities before taxation and the retained loss for the year stated above and their historical cost equivalents

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of total recognised gains and losses has been presented

The notes on pages 6 to 13 form an integral part of these financial statements

Dawnus Limited

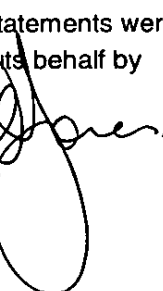
Registration number 04378989

Balance sheet As at 31 December 2010

		2010		2009	
	Notes	£000	£000	£000	£000
Fixed assets					
Tangible assets	9		1,665		1,618
Current assets					
Debtors	10	53		35	
Cash at bank and in hand		-		4	
		<u>53</u>		<u>39</u>	
Creditors: amounts falling due within one year	11	<u>(800)</u>		<u>(612)</u>	
Net current liabilities			<u>(747)</u>		<u>(573)</u>
Total assets less current liabilities			<u>918</u>		<u>1,045</u>
Creditors: amounts falling due after more than one year	12		<u>(736)</u>		<u>(864)</u>
Net assets			<u>182</u>		<u>181</u>
Capital and reserves					
Called up share capital	15		100		100
Profit and loss account	16		82		81
Shareholders' funds	17		<u>182</u>		<u>181</u>

The financial statements were approved by the Board on 19 April 2011 and signed on its behalf by

R.G. Jones
Director



The notes on pages 6 to 13 form an integral part of these financial statements

Dawnus Limited

Notes to the financial statements for the year ended 31 December 2010

1. Accounting policies

Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board

Cash flow and related party disclosures

The cash flows of the business are included in the consolidated financial statements of Dawnus Construction Limited which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement. The company is also exempt from disclosing related party transactions with entities that are part of the Dawnus Holdings group.

Turnover

Turnover represents the total invoice value, excluding value added tax, of fees earned and work done during the year.

Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Leasehold properties	-	Straight line over the life of the lease (125 years)
Tenant improvements	-	25% straight line
Utility and site costs	-	40 years straight line
Computer & communications	-	33% straight line
Equipment		
Fixtures, fittings and equipment	-	25% straight line

The directors undertake reviews of the carrying value of fixed assets when trigger events occur and make such provisions for impairment as they consider necessary.

Finance and operating leases

Costs in respect of operating leases are charged on a straight line basis over the lease term. Leasing agreements, which transfer to the company substantially all the benefits and risks of ownership of an asset, are treated as if the asset had been purchased outright. The assets are included in the fixed assets and the capital element of the leasing commitments is shown as obligations under finance leases. The lease rentals are treated as consisting of capital and interest elements. The capital element is applied to reduce the outstanding obligations and the interest element is charged against profit. Assets held under finance leases are depreciated over the shorter of the lease terms and the useful lives of equivalent owned assets.

Dawnus Limited

Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year

Deferred taxation

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

A net deferred tax asset is recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be sustainable taxable profits against which to recover carried forward tax losses and/or from which the future reversal of underlying timing differences can be deducted

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non discounted basis

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK

3. Operating profit

	2010 £000	2009 £000
Operating profit is stated after charging		
Depreciation and other amounts written off tangible assets	85	90
Auditors' remuneration	4	3
	<hr/>	<hr/>
and after crediting		
Profit on disposal of tangible fixed assets	-	1
	<hr/>	<hr/>

4. Interest payable and similar charges

	2010 £000	2009 £000
On loans and overdrafts	17	18
Finance Lease interest	21	24
On overdue tax	2	-
	<hr/>	<hr/>
	40	42
	<hr/>	<hr/>

Dawnus Limited

5. Employees

Number of employees	2010 Number	2009 Number
The average monthly number of employees (including the directors) during the year were	192	183
Employment costs	2010 £000	2009 £000
Wages and salaries	9,005	8,122
Social security costs	964	860
Pension costs-other operating charge	230	391
	10,199	9,373

6. Directors' remuneration

	2010 £000	2009 £000
Remuneration and other emoluments	835	936
Pension contributions	62	103
	897	1,039
	Number	Number
Number of directors to whom retirement benefits are accruing under a money purchase scheme	6	6
Highest paid director	£000	£000
Amounts included above		
Emoluments and other benefits	152	169
Pension contributions	11	18
	163	187

7. Pension costs

The company operates a defined contribution pension scheme in respect of its directors and employees. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £230,105 (2009 £390,875).

Dawnus Limited

8. Tax on (loss)/profit on ordinary activities

Analysis of charge in period	2010 £	2009 £
Current tax		
UK corporation tax	9	14
Total current tax charge	<u>9</u>	<u>14</u>
Deferred tax		
Timing differences, origination and reversal	(15)	(6)
Total deferred tax	<u>(15)</u>	<u>(6)</u>
Tax on (loss)/profit on ordinary activities	<u>(6)</u>	<u>8</u>

Factors affecting tax charge for period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK (28%)

The differences are explained below

	2010 £000	2009 £000
(Loss)/profit on ordinary activities before taxation	<u>(5)</u>	<u>-</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28.00% (31 December 2009 28.00%)	(1)	-
Effects of:		
Expenses not deductible for tax purposes	10	1
Capital allowances for period in excess of depreciation	4	13
Other timing differences	11	-
Group relief claim	(12)	-
Tax at marginal rates	(3)	-
Current tax charge for period	<u>9</u>	<u>14</u>

Dawnus Limited

9. Tangible fixed assets	Long leasehold property £000	Fixtures, fittings and equipment £000	Total £000
Cost			
At 1 January 2010	1,302	696	1,998
Additions	120	12	132
At 31 December 2010	1,422	708	2,130
Depreciation			
At 1 January 2010	69	311	380
Charge for the year	27	58	85
At 31 December 2010	96	369	465
Net book values			
At 31 December 2010	1,326	339	1,665
At 31 December 2009	1,233	385	1,618

Included above are assets held under finance leases or hire purchase contracts as follows

Asset description	Net book value £000	2010 Depreciation charge £000	Net book value £000	2009 Depreciation charge £000
Equipment	302	14	316	4
10. Debtors			2010 £000	2009 £000
Other debtors			22	19
Deferred tax (Note 14)			31	16
			53	35

Dawnus Limited

11. Creditors: amounts falling due within one year	2010	2009
	£	£
Bank overdraft (secured)	1	-
Bank loan (secured) (Note 12)	54	53
Net obligations under finance leases and hire purchase contracts (secured) (Note 12)	72	61
Trade creditors	-	12
Amounts owed to group undertaking	313	201
Corporation tax	9	5
Other taxes and social security costs	310	246
Accruals and deferred income	-	2
Pension contributions	41	32
	800	612

Bank borrowings are secured by a first legal mortgage over short leasehold office premises held by a subsidiary company and on debentures over the company's assets. In addition, the bank borrowings are secured by a cross guarantee given by other group companies.

Obligations under finance leases and hire purchase contracts are secured against the assets to which they relate.

12. Creditors: amounts falling due after more than one year	2010	2009
	£	£
Bank loan (secured)	639	692
Net obligations under finance leases and hire purchase contracts (secured)	97	172
	736	864
Loans		
Repayable in one year or less, or on demand (Note 11)	54	53
Repayable between one and two years	56	54
Repayable between two and five years	287	282
Repayable in five years or more	296	356
	693	745
Repayable in five years or more		
Bank loan (secured)	296	356
Net obligations under finance leases and hire purchase contracts		
Repayable within one year	72	61
Repayable between one and five years	97	172
	169	233

The bank loan is repayable over 15 years by monthly instalments at 1.45% over bank base rate.

Dawnus Limited

13. Deferred Taxation

**Deferred
taxation
(Note 14)
£000**

At 1 January 2010 – asset	17
Movements in the year	(17)
At 31 December 2010 – provision	-

14. Deferred taxation – asset

**2010
£000**

**2009
£000**

Excess of depreciation over capital allowances	(20)	(17)
Accruals for pension costs and other post-retirement benefits that will be deductible for tax purposes only when paid	(11)	-
Deferred tax asset	(31)	(17)

Asset at 1 January 2010	(16)
Deferred tax credit in profit and loss account	(15)
Asset at 31 December 2010	(31)

15. Share capital

**2010
£000**

**2009
£000**

Allotted, called up and fully paid		
100,000 Ordinary shares of £1 each	100	100

16. Profit and loss account

£000

At 1 January 2010	81
Profit for the year	1
At 31 December 2010	82

Dawnus Limited

17. Reconciliation of movements in shareholders' funds	2010	2009
	£000	£000
Profit/(loss) for the year	1	(8)
Opening shareholders' funds	181	189
Closing shareholders' funds	182	181

19. Related party transactions

In accordance with the exemptions under FRS8, transactions with other group undertakings are not disclosed, as group accounts are prepared which includes details relating to the company

20. Ultimate parent undertaking

The company is a wholly owned subsidiary of Dawnus Construction Limited, the parent company of which is Dawnus Holdings Limited. These companies are respectively the parent companies of the smallest and largest groups to consolidate these financial statements. Copies of the consolidated financial statements of Dawnus Construction Limited and the Dawnus Holdings Limited can be obtained from the Company Secretary at Unit 7, Dyffryn Court, Riverside Business Park, Swansea Vale, Swansea SA7 0AP.