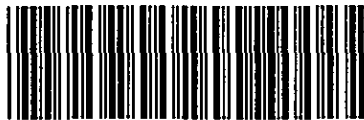


Registration number 04636673

## **Dawnus Sierra Leone Limited**

### **Report and financial statements for the year ended 31 December 2012**

TUESDAY



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COMPANIES HOUSE

# **Dawnus Sierra Leone Limited**

## **Company information**

### **Directors**

R G. Jones  
B. Dalling  
A G Peters  
M.G. Condon (appointed 6/8/2012)  
T.A Lowe (appointed 15/2/2012)

### **Secretary**

T.A. Lowe (appointed 13/4/2012)

### **Registered office**

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

### **Independent 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 Sierra Leone Limited**

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# **Dawnus Sierra Leone Limited**

## **Directors' report for the year ended 31 December 2012**

The directors present their report and the audited financial statements of the company for the year ended 31 December 2012.

### **Principal activity**

The principal activities of the company are building and civil engineering undertaken in Sierra Leone. Contracts commenced in 2010 and the directors are of the opinion that the contracts will enable the company to continue to increase both its level of activity and profitability for the foreseeable future.

The company is a wholly owned subsidiary of Dawnus Construction Limited

### **Results and dividends**

The profit and loss account for the year is disclosed on page 4.

The directors do not recommend the payment of a dividend.

### **Directors**

The directors who served during the year and up to the date of approval of the financial statements are as stated below:

R G. Jones  
B Dalling  
A G. Peters  
R W. Jones (resigned 15 February 2012)  
T A Lowe (appointed 15 February 2012)  
M.G Condon (appointed 6 August 2012)

### **Review of business and future development**

Despite the recession in the construction industry, the business has achieved record turnover and profits. We look forward to building on these results in 2013.

During 2013 and future years, the company will continue to focus on securing large civil engineering contracts and will continue to employ its own labour force and plant in order to maximise quality and delivery, minimise costs and optimise health & safety considerations. Further projects are being developed in Africa and it is anticipated that the success in increasing turnover and profitability achieved in 2012 will be sustained in 2013.

The company's key performance indicators are considered to be financial, turnover and operating profit. These are set out in the profit and loss account.

### **Financial risk management objectives and policies / principal risks and uncertainties**

Along with all businesses, the company has to 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 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

# **Dawnus Sierra Leone Limited**

to develop business systems and introduce new technology where appropriate to improve procedures and overall financial management

## **Directors' report for the year ended 31 December 2012**

### **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 prepared 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 period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting 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.

### **Statement of disclosure of information to auditors**

As 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.

### **Independent auditors**

PricewaterhouseCoopers LLP 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

# **Dawnus Sierra Leone Limited**

## **Independent auditors' report to the members of Dawnus Sierra Leone Limited**

We have audited the financial statements of Dawnus Sierra Leone Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, the 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 Statement of Directors' Responsibilities on page 1, 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. In addition, we read all of the financial and non-financial information in the Directors' Report and Financial Statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies, we consider the implications for our report.

### **Opinion on the 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 2012 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.



Mark Ellis (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Swansea, 20 May 2013

# Dawnus Sierra Leone Limited

Registration number 04636673

**Profit and loss account  
for the year ended 31 December 2012**

	Notes	2012 £'000	2011 £'000
Turnover	2	65,795	67,699
Cost of sales		(52,772)	(52,753)
<b>Gross profit</b>		<b>13,023</b>	<b>14,946</b>
Administrative expenses		(6,171)	(4,573)
Other operating income		154	193
<b>Operating profit</b>		<b>7,006</b>	<b>10,566</b>
Interest payable and similar charges		(1)	-
<b>Profit on ordinary activities before taxation</b>	3	<b>7,005</b>	<b>10,566</b>
Tax on profit on ordinary activities	4	(1,867)	(2,938)
<b>Profit for the financial year</b>	9	<b>5,138</b>	<b>7,628</b>

All results derive from continuing operations

There is no material difference between the profit on ordinary activities before taxation and the profit for the years 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.

# Dawnus Sierra Leone Limited

Registration number 04636673

## Balance sheet

As at 31 December 2012

	Note	2012 £'000	2011 £'000
<b>Current assets</b>			
Debtors	6	14,657	9,249
Cash at bank and in hand		6,065	306
		20,722	9,555
<b>Creditors: amounts falling due within one year</b>	7	(15,583)	(9,554)
<b>Net current assets</b>		5,139	1
<b>Total assets less current liabilities</b>		5,139	1
<b>Net assets</b>		5,139	1
<b>Capital and reserves</b>			
Called up share capital	8	-	-
Profit and loss account	9	5,139	1
<b>Total Shareholders' funds</b>	10	5,139	1

The financial statements were approved by the board on 17 May 2013 and signed on its behalf by.

  
R.G. Jones  
Director

The notes on pages 6 to 9 form an integral part of these financial statements.



# **Dawnus Sierra Leone Limited**

## **Notes to the financial statements for the year ended 31 December 2012**

### **1. Accounting policies**

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable Accounting Standards in the United Kingdom. The principal accounting policies are summarised below. They have been consistently applied throughout the year and preceding period.

#### **Cash flow statement 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 afforded by the Companies Act 2006 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 of companies of which Dawnus Holdings Limited is the ultimate parent company for the company and other members of the group.

#### **Turnover and amounts recoverable on contracts**

Turnover for a financial year includes the value of construction work done and plant hire income. Turnover excludes discounts and value added tax.

Long term contract balances are assessed on a contract by contract basis and are reflected in the profit and loss account as contract activity progresses. Any expected losses on long term contract balances are recognised immediately and are written off to the profit and loss account. Where it is considered that the outcome of a long term contract can be assessed with reasonable certainty before its conclusion, the prudently calculated attributable profit is recognised in the profit and loss account as the difference between reported turnover and related costs for that contract.

On short term contracts turnover and profits are recognised when invoices are raised for certified work undertaken.

The amount by which recorded turnover is in excess of payments on account is classified as "amounts recoverable on contracts" and separately disclosed within debtors. Where progress payments are in excess of recognised turnover, the excess is included in creditors as "payments received on account".

#### **Foreign currencies**

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the date of the transactions. All differences are taken to the Profit and Loss account.

# Dawnus Sierra Leone Limited

## Notes to the financial statements for the year ended 31 December 2012

### 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 of construction and civil engineering and is wholly undertaken in Africa.

### 3. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging	2012 £'000	2011 £'000
Auditors' remuneration	9	9
Gain on foreign currency retranslation	154	193

The company has no employees other than the directors.

### Directors' emoluments

	2012 £000	2011 £000
Aggregate emoluments	191	135
Pension contributions	4	3
	195	138

	2012 Number	2011 Number
Number of directors to whom retirement benefits are accruing under a money purchase scheme	1	1

# Dawnus Sierra Leone Limited

## Notes to the financial statements for the year ended 31 December 2012 (continued)

### 4. Tax on profit on ordinary activities

Analysis of charge in year	2012 £'000	2011 £'000
<b>Current tax</b>		
UK corporation tax	1,714	2,800
Overseas tax	153	138
<b>Total current tax charge</b>	<b>1,867</b>	<b>2,938</b>

The tax assessed for the year is higher than the standard effective rate of corporation tax in the UK (24.50%). The differences are explained below:

	2012 £000	2011 £000
Profit on ordinary activities before taxation	7,005	10,566
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24.50% (2011: 26.49%)	1,716	2,798
Effects of:		
Other timing differences	(2)	2
Overseas tax	153	138
<b>Current tax charge for the year</b>	<b>1,867</b>	<b>2,938</b>

### 5. Dividends

	2012 £'000	2011 £'000
Dividends totalling £nil (2011: £3,814,000) per ordinary share were declared and paid during the year	-	7,628
	-	7,628

### 6. Debtors

	2012 £'000	2011 £'000
Trade debtors	7,672	7,504
Amounts owed by related group undertakings	6,581	1,600
Prepayments	404	-
Other debtors	-	145
	<b>14,657</b>	<b>9,249</b>

# Dawnus Sierra Leone Limited

## Notes to the financial statements for the year ended 31 December 2012 (continued)

### 7. Creditors: amounts falling due within one year

	2012 £'000	2011 £'000
Payments received on account	11,273	7,543
Amounts owed to related group undertakings	-	242
Corporation tax	1,316	1,471
Other taxation and social security	49	186
Accruals	2,945	112
	<b>15,583</b>	<b>9,554</b>

### 8. Share capital

	2012	2011
Allotted and called up		
2 (2011 2) shares of £1 each	2	2

### 9. Profit and loss account

	2012 £'000
At 1 January 2012	1
Profit for the year	5,138
Dividends paid	-
<b>Shareholders' funds carried forward</b>	<b>5,139</b>

### 10. Statement of movement in shareholders' funds

	2012 £'000	2011 £'000
Shareholders' funds brought forward	1	1
Profit for the year	5,138	7,628
Dividends paid	-	(7,628)
<b>Shareholders' funds carried forward</b>	<b>5,139</b>	<b>1</b>

### 11. Contingent liability

The company has guaranteed the bank overdraft of a fellow group company, the amount of borrowing at 31 December 2012 totalled £1,112,000.

### 12. Ultimate parent undertaking and controlling party

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 Dawnus Holdings Limited can be obtained from the Company Secretary at Unit 7, Dyffryn Court, Riverside Business Park, Swansea Vale, Swansea, SA7 0AP.