Abraxis Defence Services Limited

Directors' report and financial statements

Registered number 4662968 30 June 2004

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Abraxis Defence Services Limited

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Report of the Directors for the year ended 30 June 2004

Activities

During the period the Company has not traded, has not incurred any liabilities and, consequently, has made neither profit nor loss.

Directors and Directors Interests

Set out below are the directors who held office during the year:

Mr D C R Chalmers

Mr P R Chadwick

(Resigned 29 January 2004)

Mr J D Clark

(Appointed 29 January 2004)

None of the directors who held office during the year had any disclosable interest.

<u>Auditors</u>

In accordance with Statutory Instrument 2000 No 1430 and S249AA of the Companies Act 1985 the Company is exempt from the obligation to prepare audited Statutory Accounts.

Approved by the Board of Directors on 17/11/2004 and signed on behalf of the Board

W. Marts

N C Martin Secretary

Statement of Directors' Responsibilities

United Kingdom 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 as at the end of the financial year and of the profit or loss of the company 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 the system of internal control for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Balance Sheet as at 30 June 2004

	Notes	2004	2003
CURRENT ASSETS:			
Amount owed by shareholder		£1	£1
CAPITAL AND RESERVES:			
Called up share capital	3	£1	£1

Throughout the period ending on the date to which this balance sheet has been prepared the Company was entitled to exemption under sub-section (1) of section 249AA of the Companies Act 1985 from the provisions of Part VII of that Act relating to the audit of accounts, and members have not required the Company to obtain an audit of its accounts for that period in accordance with sub-section (2) of section 249B of that Act.

The directors acknowledge their responsibilities for ensuring that the Company keeps accounting records which comply with section 221 of the Companies Act 1985 and for preparing accounts 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 of the Companies Act 1985 and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors.

Signed on behalf of the Board of Directors

J D Clark Director 17th November 2004

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

2. PROFIT AND LOSS ACCOUNT

The company has not traded during the financial year, has received no income and incurred no expenditure and consequently made neither a profit nor a loss, nor any other recognised gain or loss. A profit and loss account has therefore not been prepared. No director received any emoluments from the company during the year.

3. CALLED UP SHARE CAPITAL

	2004	2003
Authorised 1000 ordinary shares of £1 each	1000	1000
Called up share capital not paid 1 ordinary share of £1 each	1	1

4. PARENT COMPANIES AND RELATED PARTY DISCLOSURES

The company is a subsidiary undertaking of Bovis Lend Lease Limited, which is registered in England and Wales. Its ultimate parent undertaking is Lend Lease Corporation Limited, which is incorporated in Australia.

The largest group in which the results of the company are consolidated is that headed by Lend Lease Corporation Limited. The consolidated financial statements of this group may be obtained from Level 4, The Bond, 30 Hickson Road, Sydney, Australia.

The smallest group in which the financial statements of the company are consolidated is that headed by Lend Lease Europe Holdings Limited. The consolidated financial statements of this group may be obtained from the Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff.