



COMPANY NUMBER 4786918

MANSFIELD HOLDINGS LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2006

The Company did not trade during the year, or during the preceding year and all expenses have been borne by the parent Company. The Company did not receive any income or incur any expenditure and consequently has made neither profit nor loss.

BALANCE SHEET AS AT 31 DECEMBER 2006

	<u>Notes</u>	<u>2006</u> (£)	<u>2005</u> (£)
Fixed Assets			
Investments – participating interests	2	1	1
Current Assets			
Debtors - Amounts falling due within one year	3	1	1
Creditors - Amounts falling due within one year	4	(1)	(1)
Net current assets		-	-
Net Assets		1	1
Capital and Reserves			
Called up share capital	5	1	1
Profit and loss account		-	-
Equity Shareholders' Funds		1	1

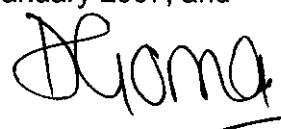
For the year ended 31 December 2006 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- Ensuring the Company keeps accounting records which comply with section 221;
- Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors on 16 January 2007, and signed on its behalf by:


D J Goma
Director

The notes on page 2 form part of these financial statements.

MANSFIELD HOLDINGS LIMITED

1. Principal Accounting Policies

Basis of Accounting

These financial statements have been prepared on the historical cost basis and in accordance with applicable accounting standards.

2. Investments

	<u>2006</u> (£)	<u>2005</u> (£)
Participating interests	1	1

The Company holds one ordinary share in Rolls-Royce plc, a company incorporated in England and Wales.

3. Debtors

The amount stated represents a loan to the Company's parent undertaking and is repayable upon demand.

4. Creditors

	<u>2006</u> (£)	<u>2005</u> (£)
Amounts due to fellow subsidiaries	1	1

5. Share Capital

	<u>2006</u> (£)	<u>2005</u> (£)
<u>Authorised:</u>		
Ordinary Shares of £1 each	100	100
<u>Issued and Fully Paid</u>		
Ordinary Shares of £1 each	1	1

6. Ultimate Parent Company

The Company's ultimate parent company is Rolls-Royce Group plc which is incorporated in Great Britain and registered in England and Wales. The Annual Report of Rolls-Royce Group plc can be obtained from 65 Buckingham Gate, London, SW1E 6AT.