MORGAN SINDALL TRUSTEE COMPANY LIMITED REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE PERIOD 20 NOVEMBER 2009 TO 31 DECEMBER 2010

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CONTENTS OF THE FINANCIAL STATEMENTS FOR THE PERIOD 20 NOVEMBER 2009 TO 31 DECEMBER 2010

	Page
Company Information	1
Report of the Directors	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5

MORGAN SINDALL TRUSTEE COMPANY LIMITED

COMPANY INFORMATION FOR THE PERIOD 20 NOVEMBER 2009 TO 31 DECEMBER 2010

DIRECTORS

Independent Trustee Services Limited (appointed 20 11 09)

I M Nettleship (appointed 20 11 09) J K Grange (appointed 01 04 10)

SECRETARY

C Sheridan (appointed 20 11 09)

REGISTERED OFFICE

Kent House

14 - 17 Market Place

London W1W 8AJ

REGISTERED NUMBER

07082854 (England and Wales)

REPORT OF THE DIRECTORS FOR THE PERIOD 20 NOVEMBER 2009 TO 31 DECEMBER 2010

The directors present their annual report on the affairs of the company, together with the financial statements, for the period ended 31 December 2010

Principal activities

The company has been dormant, as defined in section 1169 of the Companies Act 2006, throughout the period ended 31 December 2010. The company acts as corporate trustee to The Morgan Sindall Retirement Benefits Plan.

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 the current financial year. There have been no movements in shareholders' funds during the current financial year.

Directors

The directors who served during the period are shown on page 1

Statement of Director's responsibilities

The directors are responsible for preparing the Annual 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 for the company in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law)

The financial statements are required by law to 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 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, 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

By order of the Board

→ 2011

BALANCE SHEET 31 DECEMBER 2010

CUDDENT ACCETS	Notes	£	
CURRENT ASSETS Debtors	2	100	
TOTAL ASSETS LESS CURRE	NT LIABILITIES	100	
CAPITAL AND RESERVES			
Called up share capital	3	100	
SHAREHOLDERS' FUNDS		<u> 100</u>	

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the period ended 31 December 2010

The members have not required the company to obtain an audit of its financial statements for the period ended 31 December 2010 in accordance with Section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

The financial statements were approved by the Board of Directors on | | A Put 2011 and were its behalf by

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 20 NOVEMBER 2009 TO 31 DECEMBER 2010

1 ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared in accordance with the applicable United Kingdom accounting standards

Accounting convention

The financial statements have been prepared under the historical cost convention

The company was dormant throughout the period ended 31 December 2010

Cash flow statement

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company

2 DEBTORS AMOUNTS FALLING DUE WITHIN ONE YEAR

Amounts owed by group undertakings

£ 100

3 CALLED UP SHARE CAPITAL

Allotted and issued

Number Class

Nominal

value

100

Share capital 1

£1

£ 100

100 Ordinary shares of 1 each were allotted at par during the period

4 ULTIMATE CONTROLLING PARTY

The directors consider that the ultimate parent undertaking and ultimate controlling party of this company is Morgan Sindall Group plc, which is registered in England and Wales. This is the smallest and largest group in which the company is consolidated. Copies of the group financial statements of this company may be obtained from Kent House, 14-17 Market Place, London, W1W 8AJ.