

COMPANIES HOUSE COPY

**Stainless Steel Tubes Limited**

Annual report and financial statements  
for the year ended 31 December 2005

Registered number: 3193046



## **Directors' report**

### **For the year ended 31 December 2005**

The directors present their annual report on the affairs of the company, together with the financial statements and auditors' report, for the year ended 31 December 2005.

#### **Principal activity and business review**

The company did not trade during this or the previous year.

The directors have no current intentions for the company to recommence trading in the foreseeable future.

#### **Directors and their interests**

The directors who served during the year and subsequently were as follows:

P N Baldrey

R L Burdett

None of the directors have any interests in the shares of the company. P N Baldrey and R L Burdett were also directors of the ultimate parent undertaking at 31 December 2005 and their interests in its share capital are disclosed in the financial statements of that company.

#### **Auditors**

The directors will place a resolution before the Annual General Meeting to reappoint BDO Stoy Hayward LLP as auditors for the ensuing year.

## Statement of director's responsibilities

### Directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

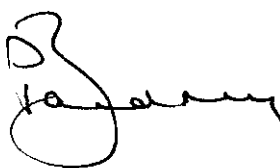
UK Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records which 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 1985. 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.

Hay Hall Works  
Redfern Road  
Tyseley  
Birmingham  
West Midlands  
B11 2BE

By order of the Board,



P N Baldrey

Secretary

Date: 24 October 2006

## **Independent Auditor's Report to the Shareholders of Stainless Steel Tubes Limited Limited**

We have audited the financial statements (the "financial statements") of Stainless Steel Tubes Limited for the year ended 31 December 2005 which comprise the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and have been properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with those financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding director's remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the group's and company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Independent Auditors Report to the Shareholders of Hay Hall Tyseley Limited  
(continued)**

**Opinion**

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2005; and
- the financial statements have been properly prepared in accordance with the Companies Act 1985

*BDO Stoy Hayward LLP*

**BDO Stoy Hayward LLP**

**Chartered Accountants and Registered Auditors**

**Birmingham**

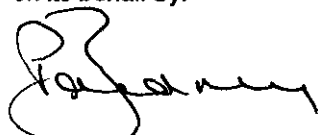
Date: *30th October 2006*

# Balance sheet

31 December 2005

	Notes	2005 £'000	2004 £'000
<b>Current assets</b>			
<b>Creditors: Amounts falling due after more than one year</b>	2	(1,236)	(1,236)
<b>Net liabilities</b>		<u>(1,236)</u>	<u>(1,236)</u>
<b>Capital and reserves</b>			
Called-up share capital	3	-	-
Profit and loss account	4	(1,236)	(1,236)
<b>Total shareholders' deficit</b>		<u>(1,236)</u>	<u>(1,236)</u>

The financial statements on pages 5 to 7 were approved by the board of directors and authorised for issue and signed on its behalf by:



P N Baldrey

Director

Date: 24 October 2006

The accompanying notes are an integral part of this balance sheet.

## Notes to financial statements (continued)

31 December 2005

### 1 Accounting policies

A summary of the principal accounting policies, all of which have been applied consistently throughout the year and the preceding year is set out below.

#### a) Basis of accounting

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

The company has taken advantage of the exemption allowed by Financial Reporting Standard 1 not to prepare a cash flow statement because the company's results are included in the publicly available consolidated financial statements of the parent undertaking.

The accounts have been prepared on a going concern basis as the ultimate parent company has undertaken to continue to provide the company with sufficient financial support to meet its liabilities as they fall due for the foreseeable future.

### 2 Creditors: Amounts falling due after more than one year

	2005 £'000	2004 £'000
Amounts owed to the parent undertaking	<u>1,236</u>	<u>1,236</u>

The ultimate parent company has undertaken not to require repayment of the above balance and to continue to provide the company with sufficient financial support to meet its liabilities as they fall due for the foreseeable future.

### 3 Called-up share capital

	2005 £'000	2004 £'000
<i>Authorised</i>		
1,000 ordinary shares of £1 each	<u>1</u>	<u>1</u>
<i>Allotted, called-up and fully paid</i>		
2 ordinary shares of £1 each	<u>-</u>	<u>-</u>

### 4 Reserves

	£'000
<b>Profit and loss account</b>	
At the beginning and end of the year	<u>(1,236)</u>

## **Notes to financial statements (continued)**

31 December 2005

### **5 Related party disclosures**

In accordance with Financial Reporting Standard 8, transactions with other members of the group headed by Hay Hall Holdings Limited are not disclosed because 100% of the voting rights of the company are controlled within the group for which consolidated financial statements are publicly available.

### **6 Ultimate parent company**

The company's ultimate parent undertaking and controlling party at 31 December 2005 was Hay Hall Holdings Limited, a company registered in England and Wales. On 10 February 2006 ownership of the company was transferred to Matrix Engineered Systems Limited, a company registered in England and Wales. With effect from this date it became the company's ultimate parent company.

Copies of the group financial statements can be obtained from Hay Hall Holdings Limited, Ampthill Road, Bedford, MK42 9RD.