COMPANY REGISTRATION NUMBER 5144149

# DAUSON HOLDINGS LIMITED

## FINANCIAL STATEMENTS
## FOR THE YEAR ENDED
## 30 JUNE 2005

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COMPANIES HOUSE 228
20/03/2006

# DAUSON HOLDINGS LIMITED

**FINANCIAL STATEMENTS**

**PERIOD ENDED 30 JUNE 2005**

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# DAUSON HOLDINGS LIMITED

## OFFICERS AND PROFESSIONAL ADVISERS

| | |
|---|---|
| **The board of directors** | D J Neal<br>M J Neal |
| **Company secretary** | D J Neal |
| **Registered office** | Ty To Maen Farm<br>Rumney<br>Cardiff<br>CF3 2EJ |
| **Auditors** | HWCA Limited<br>Chartered Accountants<br>& Registered Auditors<br>Pagefield House<br>24 Gold Tops<br>Newport<br>South Wales<br>NP20 4PG |
| **Bankers** | HSBC Bank Plc<br>97 Bute Street<br>Cardiff<br>South Glamorgan<br>CF10 5NA |

# DAUSON HOLDINGS LIMITED

**THE DIRECTORS' REPORT** *(continued)*

**PERIOD ENDED 30 JUNE 2005**

The directors have pleasure in presenting their report and the financial statements of the company for the period ended 30 June 2005.

**PRINCIPAL ACTIVITIES AND BUSINESS REVIEW**
The principal activity of the company during the year was that of a holding company

The company was incorporated on 3 June 2004, to act as a holding company.

During the year, the company received dividends amounting to £145,000 from its wholly owned subsidiary Neal Soil Suppliers Limited.

**RESULTS AND DIVIDENDS**
The trading results for the period and the company's financial position at the end of the period are shown in the attached financial statements.

The directors have recommended the following dividends:

| | £ |
|---|---|
| Dividends paid on ordinary shares | **45,000** |

**THE DIRECTORS AND THEIR INTERESTS IN THE SHARES OF THE COMPANY**
The directors who served the company during the period together with their beneficial interests in the shares of the company were as follows:

| | **Ordinary Shares of £1 each** | |
|---|---|---|
| | **At 30 June 2005** | At 1 July 2004 |
| D J Neal | **513,684** | – |
| M J Neal | **493,537** | – |

**DIRECTORS' RESPONSIBILITIES**
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 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, as described on page 6, 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 1985. The directors 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.

**AUDITORS**
A resolution to re-appoint HWCA Limited as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Signed by order of the directors
D J Neal
**D J NEAL**
**Company Secretary**
Approved by the directors on 9/3/06

# DAUSON HOLDINGS LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF DAUSON HOLDINGS LIMITED PERIOD ENDED 30 JUNE 2005**

We have audited the financial statements of Dauson Holdings Limited for the period ended 30 June 2005 on pages 4 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

**RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS**

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are 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 the 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 directors' remuneration and transactions with the company 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.

**BASIS OF AUDIT OPINION**

We conducted our audit in accordance with United Kingdom Auditing Standards 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 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.

**OPINION**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 June 2005 and of its profit for the period then ended, and have been properly prepared in accordance with the Companies Act 1985.

HWCA Limited

**HWCA LIMITED**
**Chartered Accountants**
**& Registered Auditors**
Pagefield House
24 Gold Tops
Newport
South Wales
NP20 4PG

17 March 2006

# DAUSON HOLDINGS LIMITED

## PROFIT AND LOSS ACCOUNT

## PERIOD ENDED 30 JUNE 2005

| | Note | 2005<br>£ |
|---|---|---|
| **TURNOVER** | | – |
| Administrative expenses | | 1,030 |
| **OPERATING LOSS** | 2 | (1,030) |
| Income from fixed asset investments | 5 | 145,000 |
| **PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION** | | 143,970 |
| Tax on profit on ordinary activities | | – |
| **PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION** | | 143,970 |
| Dividends | 6 | 45,000 |
| **RETAINED PROFIT FOR THE FINANCIAL PERIOD** | | 98,970 |

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the period as set out above.

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

# DAUSON HOLDINGS LIMITED

## BALANCE SHEET

**30 JUNE 2005**

| | Note | £ | 2005<br>£ |
|---|---|---|---|
| **FIXED ASSETS** | | | |
| Investments | 7 | | 1,557,299 |
| **CURRENT ASSETS** | | | |
| Debtors | 8 | 1 | |
| **CREDITORS: Amounts falling due within one year** | 9 | 451,109 | |
| **NET CURRENT LIABILITIES** | | | (451,108) |
| **TOTAL ASSETS LESS CURRENT LIABILITIES** | | | 1,106,191 |
| **CAPITAL AND RESERVES** | | | |
| Called-up equity share capital | 11 | | 1,007,221 |
| Profit and loss account | | | 98,970 |
| **SHAREHOLDERS' FUNDS** | 12 | | 1,106,191 |

These financial statements were approved by the directors on the 9/3/06 and are signed on their behalf by:

D J Neal

**D J NEAL**

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

# DAUSON HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

## PERIOD ENDED 30 JUNE 2005

### 1. ACCOUNTING POLICIES

**Basis of accounting**

The financial statements have been prepared under the historical cost convention.

**Cashflow statement**

No cashflow statement has been prepared for the period ended 30 June 2005 as there have been no cash transactions during the period.

**Consolidation**

In the opinion of the directors, the company and its subsidiary undertakings comprise a medium-sized group. The company has therefore taken advantage of the exemption provided by Section 248 of the Companies Act 1985 not to prepare group accounts.

**Fixed assets**

All fixed assets are initially recorded at cost.

**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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

### 2. OPERATING LOSS

Operating loss is stated after charging:

| | 2005<br>£ |
|---|---|
| Auditors' remuneration | |
| - as auditors | 1,000 |

### 3. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial period amounted to:

| | 2005<br>No |
|---|---|
| Number of directors | 2 |

No salaries or wages have been paid to employees, including the directors, during the period.

## 4. DIRECTORS' EMOLUMENTS

The directors' aggregate emoluments in respect of qualifying services were:

| | 2005<br>£ |
|---|---|
| Emoluments receivable | 47,867 |
| Value of company pension contributions to money purchase schemes | 17,021 |
| | 64,888 |

The emoluments receivable disclosed above relate to emoluments paid to D J Neal and M J Neal through Neal Soil Suppliers Limited, a subsidiary of Dauson Holdings Limited. The amounts applicable can be seen in the financial statements of Neal Soil Suppliers Limited.

## 5. INCOME FROM FIXED ASSET INVESTMENTS

| | 2005<br>£ |
|---|---|
| Income from other fixed asset investments | 145,000 |

## 6. DIVIDENDS

The following dividends have been paid in respect of the period:

| | 2005<br>£ |
|---|---|
| Dividend paid on ordinary shares | 45,000 |

# DAUSON HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

## PERIOD ENDED 30 JUNE 2005

### 7. INVESTMENTS

| | Shares in group undertakings £ |
|---|---|
| **COST** | |
| Additions | **1,557,299** |
| At 30 June 2005 | **1,557,299** |
| **NET BOOK VALUE** | |
| **At 30 June 2005** | **1,557,299** |

**Investment in subsidiary**

Dauson Holdings Limited holds 100% of the Ordinary share capital of Neal Soil Suppliers Limited, a company registered in England and Wales, in the form of 1,007,220 Ordinary shares of £1 each. The shares were obtained during the year by way of a share for share exchange with the shareholders of Neal Soil Suppliers Limited.

Dauson Holdings Limited holds 100% of the Ordinary share capital of Cardiff Demolition Limited, a company registered in England and Wales, in the form of 20,000 Ordinary shares of £1 each.

Dauson Holdings Limited holds 100% of the Ordinary share capital of Remtech Remediation & Ground Engineering Limited, a company registered in England and Wales, in the form of 100,000 Ordinary shares of £1 each. Remtech Remediation & Ground Engineering Limited has a 31 May 2005 year end and prepared dormant company accounts to that date. It will be coterminous at the next year end.

The share capital and reserves of the above companies at 30 June 2005, along with the profit/(loss) for the year then ended, is shown below.

| **Share Capital and Reserves** | £ |
|---|---|
| Neal Soil Suppliers Limited | 1,197,943 |
| Cardiff Demolition Limited | 626,170 |
| **Profit/(loss) for the year** | |
| Neal Soil Suppliers Limited | 30,538 |
| Cardiff Demolition Limited | 355,360 |

### 8. DEBTORS

| | 2005 £ |
|---|---|
| Called up share capital not paid | **1** |

## 9. CREDITORS: Amounts falling due within one year

| | 2005 £ |
|---|---|
| Amounts owed to group undertakings | 450,109 |
| Accruals and deferred income | 1,000 |
| | 451,109 |

## 10. RELATED PARTY TRANSACTIONS

During the period, Neal Soil Suppliers Limited, a subsidiary company, paid expenses amounting to £30 on behalf of Dauson Holdings Limited. Dauson Holdings Limited also purchased the investment in Cardiff Demolition Company Limited from Neal Soil Suppliers Limited during the year. 20,000 Ordinary £1 shares, representing 100% of the issued share capital of Cardiff Demolition Company Limited, were purchased for £450,079. This is included in additions to investments. The balance owed to Neal Soil Suppliers Limited at the period end was £450,109.

The ultimate controlling party is D Neal, majority shareholder and director.

## 11. SHARE CAPITAL

**Authorised share capital:**

| | 2005 £ |
|---|---|
| 1,007,221 Ordinary shares of £1 each | 1,007,221 |

**Allotted and called up:**

| | No | £ |
|---|---|---|
| Ordinary shares of £1 each | 1,007,221 | 1,007,221 |

The amounts of paid-up share capital for the following category of shares differed from the called-up share capital stated above due to unpaid calls and were as follows:

| | 2005 £ |
|---|---|
| Ordinary shares of £1 each | 1 |

During the year, the company allotted 1,007,220 £1 ordinary shares in a share for share exchange with the shareholder of Neal Soil Suppliers Limited, D J Neal.

## 12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

| | 2005 £ |
|---|---|
| Profit for the financial period | 143,970 |
| Dividends | (45,000) |
| | 98,970 |
| New equity share capital subscribed | 1,007,221 |
| Net addition to shareholders' equity funds | 1,106,191 |
| Closing shareholders' equity funds | 1,106,191 |