

HAVENUP (1) LIMITED
DIRECTORS' REPORT AND ACCOUNTS
FOR THE YEAR ENDED
31 DECEMBER 2006

Company Registration Number 00509558

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**HAVENUP (1) LIMITED
DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2006**

The directors present their report and accounts for the year ended 31 December 2006

Principal activities and review of business

The company did not trade during the year

Directors and their interests

The directors of the company during the year were as follows

BI Nominees Limited
BI Secretariat Limited

None of the directors held any interest in the company or any other group companies in the year

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 these 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 UK 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 that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

HAVENUP (1) LIMITED
DIRECTORS' REPORT *(continued)*
YEAR ENDED 31 DECEMBER 2006

AUDITORS

For the year ended 31 December 2006, the company was entitled to exemption from audit under sections 249AA and 249B of the Companies Act 1985

By order of the Board



On behalf of
BI Nominees Limited, Secretary
28 March 2007

Unit 1 First Avenue
Maybrook Industrial Estate
Minworth
Sutton Coldfield
West Midlands
B76 1BA

**HAVENUP (1) LIMITED
BALANCE SHEET
AS AT 31 DECEMBER 2006**

	Note	2006	2005
		£	£
FIXED ASSETS			
Intangible assets	2	-	-
Investments	3	1,687,246	1,687,246
		<u>1,687,246</u>	<u>1,687,246</u>
CURRENT ASSETS			
Debtors	4	2,713,600	2,713,600
		<u>2,713,600</u>	<u>2,713,600</u>
NET CURRENT ASSETS			
		<u>2,713,600</u>	<u>2,713,600</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			
		4,400,846	4,400,846
CREDITORS: Amounts falling due after more than one year	5	(2,657,816)	(2,657,816)
NET ASSETS		<u>1,743,030</u>	<u>1,743,030</u>
CAPITAL AND RESERVES			
Called-up equity share capital	6	1,000,000	1,000,000
Share premium account		716,749	716,749
Profit and Loss Account		26,281	26,281
SHAREHOLDERS' FUNDS		<u>1,743,030</u>	<u>1,743,030</u>

The directors are of the opinion that the company is entitled to exemption from audit conferred by Subsection 1 of Section 249AA of the Companies Act 1985 for the year ended 31 December 2006

The directors confirm that no member or members have requested an audit pursuant to Subsection 2 of Section 249B of the Companies Act 1985

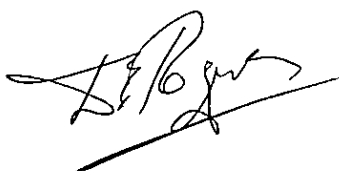
The directors confirm that they are responsible for

ensuring that the company keep accounting records which comply with Section 221 of the Companies Act 1985,

and preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of the financial year and of its results 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 this Act relating to accounts, so far as applicable to the company

These accounts were approved by the board on the 28 March 2007 and are signed on their behalf by

**ON BEHALF OF
BI SECRETARIAT LIMITED
DIRECTOR**



HAVENUP (1) LIMITED
NOTES TO THE ACCOUNTS
YEAR ENDED 31 DECEMBER 2006

1. Accounting Policies

Basis of accounting

The accounts have been prepared under the historical cost convention in accordance with applicable accounting standards

Consolidation

The company is exempt by virtue of S228(1) of the Companies Act 1985 from the requirement to prepare group accounts. These accounts present information about the company as an individual undertaking and not about its group.

Cash flow statement

The company is exempt from the requirement of Financial Reporting Standard No. 1 to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of National Industries Group S A K and its cash flows are included within the consolidated cash flow statements in the accounts of that published company, which are publicly available.

Investments in subsidiaries

Investments in subsidiary undertakings are stated at cost less provisions for diminution in value.

2. Intangible Assets

	Goodwill
	£
COST	
At 1 January 2006 and 31 December 2006	<u>1,859,161</u>
AMORTISATION	
At 1 January 2006 and 31 December 2006	<u>1,859,161</u>
NET BOOK VALUE	
At 31 December 2006	<u>-</u>
At 31 December 2005	<u>-</u>

3. Investments

Shares in group undertakings comprise:

	£
COST	
At 1 January 2006 and 31 December 2006	<u>2,741,648</u>
PROVISIONS	
At 1 January 2006 and 31 December 2006	<u>(1,054,402)</u>
NET BOOK VALUE	
At 31 December 2006	<u>1,687,246</u>
At 31 December 2005	<u>1,687,246</u>

The company owns the entire issued ordinary share capital of BI Automotive Limited, Havenup (3) Limited, Bromsgrove Special Products Limited, Bromsgrove Castings Limited, Bromsgrove Medical Products Limited, Panclean Services Limited and Bromsgrove Developments Limited. All are dormant companies registered in England and Wales.

HAVENUP (1) LIMITED
NOTES TO THE ACCOUNTS
YEAR ENDED 31 DECEMBER 2006

4 Debtors

	2006 £	2005 £
Amounts owed by group undertakings	<u>2,713,600</u>	<u>2,713,600</u>

The debtors above include the following amounts falling due after more than one year

	2006 £	2005 £
Amounts owed by group undertakings	<u>2,713,600</u>	<u>2,713,600</u>

5. Creditors' Amounts falling due after more than one year

	2006 £	2005 £
Amounts owed to group undertakings	<u>2,657,816</u>	<u>2,657,816</u>

There are no predetermined repayment dates or interest payment arrangements applying to amounts owed to group undertakings. However repayment will not be requested within one year.

6 Share Capital

Authorised share capital:

	2006 £	2005 £
1,500,000 Ordinary shares of £1 each	<u>1,500,000</u>	<u>1,500,000</u>

Allotted, called up and fully paid:

	2006 £	2005 £
1,000,000 Ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>

7. Profit And Loss Account

During the year the company did not trade, received no income and incurred no expenditure. Consequently the company made neither a profit nor a loss.

8. Related Parties

The company has taken advantage of the exemption given in Financial Reporting Standard No 8 Related Party Disclosures with respect to inter group disclosures as the group controls at least 90% of the company's voting share capital and the group accounts are publicly available.

9 Ultimate Parent Company

The company is a subsidiary undertaking of BI Group Plc. The ultimate parent company is National Industries Group S A K incorporated in Kuwait. Copies of the financial statements of National Industries Group S A K are available from PO Box 417, 13005 Safat, Kuwait.