

BEAUFORT AIR-SEA EQUIPMENT LIMITED

(Registered No 509588)

DIRECTORS' REPORT AND ACCOUNTS

FOR THE YEAR ENDED 31st MARCH 2010



BEAUFORT AIR-SEA EQUIPMENT LIMITED

DIRECTORS' REPORT

The directors present their report and the accounts for the year ended 31st March 2010

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The principal activity of the Company is to act as agent for Survitec Group Limited in the design and manufacture of specialised submarine escape equipment, anti-G suits and a range of immersion, abandonment and transportation suits for military and civil use

The Company did not trade during the current or prior year and accordingly no profit and loss account is presented. The directors do not anticipate that the Company will trade in the foreseeable future

GOING CONCERN

The Company does not trade and as a result has no anticipated cash requirements for the foreseeable future. Accordingly the directors continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of Accounting Policies in the financial statements on page 7

DIRECTORS

The directors holding office during the year were:

D J Wilman

W S McChesney (resigned 23rd February 2010)

D J Baxter

B M Stringer

DIRECTORS' INDEMNITIES

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report

BEAUFORT AIR-SEA EQUIPMENT LIMITED

DIRECTORS' REPORT (continued)

AUDITORS


In the case of each of the persons who are directors of the Company at the date when this report was approved

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditors are unaware, and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

The Company has elected to dispense with the holding of annual general meetings, the laying of accounts before the Company in general meetings and the annual appointment of auditors. Accordingly Deloitte LLP will continue to act as auditors to the Company

By order of the Board



D J Wilman
Secretary

19th July 2010

BEAUFORT AIR-SEA EQUIPMENT LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

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 in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 judgments 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 adequate accounting records that are sufficient to show and explain the company's transaction and 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 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.

BEAUFORT AIR-SEA EQUIPMENT LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
BEAUFORT AIR-SEA EQUIPMENT LIMITED

We have audited the financial statements of Beaufort Air-Sea Equipment Limited for the year ended 31st March 2010 which comprise the balance sheet and the related notes 1 to 6. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2010 and of its result for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

BEAUFORT AIR-SEA EQUIPMENT LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
BEAUFORT AIR-SEA EQUIPMENT LIMITED (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



Timothy Edge (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditors
Manchester, United Kingdom

19th July 2010

BEAUFORT AIR-SEA EQUIPMENT LIMITED

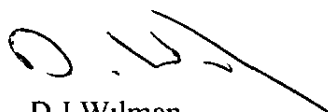
BALANCE SHEET AT 31st MARCH 2010

	<u>Notes</u>	<u>31st March</u> <u>2010</u> <u>£</u>	<u>31st March</u> <u>2009</u> <u>£</u>
CURRENT ASSETS			
Debtors	2	<u>100</u>	<u>100</u>
NET ASSETS		<u>100</u>	<u>100</u>
CAPITAL AND RESERVES			
Called up share capital	3	100	100
Profit and loss account	4	<u>-</u>	<u>-</u>
SHAREHOLDERS' FUNDS		<u>100</u>	<u>100</u>

During the period of these accounts the Company acted as an agent for Survitec Group Limited
Consequently, it made neither a profit nor a loss

The notes on pages 7 and 8 form part of these accounts

The financial statements of Beaufort Air-Sea Equipment Limited, registered number 509588,
were approved by the Board of Directors and authorised for issue on 19th July 2010



D J Wilman
Director

BEAUFORT AIR-SEA EQUIPMENT LIMITED

NOTES TO THE ACCOUNTS

1 STATEMENT OF ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

Basis of Preparation

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards, and under the historical cost accounting rules

Going Concern

As the Company does not trade the Directors have a reasonable expectation that the Company will not have any cash requirement for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the financial statements

Related Party Transactions

As the Company is a wholly owned subsidiary of Survitec Group (Finance 1) Limited, the Company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of Survitec Group (Finance 1) Limited, within which this company is included, can be obtained from the address given in note 5

2 DEBTORS

	<u>31st March</u> <u>2010</u> <u>£</u>	<u>31st March</u> <u>2009</u> <u>£</u>
Amounts owed by group undertakings in respect of share capital	<u>100</u>	<u>100</u>

3 SHARE CAPITAL

	<u>31st March</u> <u>2010</u> <u>£</u>	<u>31st March</u> <u>2009</u> <u>£</u>
<u>Authorised</u> 100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
<u>Issued</u> Allotted, called up and fully paid 100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

4 PROFIT AND LOSS ACCOUNT

During the financial year and the preceding financial year the Company did not trade and received no income and incurred no expenditure. Consequently, during those periods the Company made neither a profit or a loss. There are no employees other than the directors and no directors' emoluments were paid by this Company.

The audit fee for the current and prior period has been borne by Survitec Group (Cayman Islands) Limited (2009 SGL Limited), the Company's ultimate parent company. If the amounts had been recharged they would have been £200 (2009 - £200)

BEAUFORT AIR-SEA EQUIPMENT LIMITED

NOTES TO THE ACCOUNTS (continued)

5 ULTIMATE PARENT COMPANY

Survitec Group (Cayman Islands) Limited is the company's ultimate parent undertaking, which is registered in the Cayman Islands

Survitec Group Limited is the company's immediate parent undertaking, which is registered in England and Wales

The largest and smallest group in which the results of the company are consolidated is that headed by Survitec Group (Finance 1) Limited. The consolidated accounts of this group are available from the Company Secretary, c/o Survitec Group Limited, Kingsway, Dunmurry, Belfast BT17 9AF

6 ULTIMATE CONTROLLING PARTY

The Group is a portfolio company of funds (the "Warburg Pincus Funds") advised and managed by Warburg Pincus LLC, a private equity firm organised in the United States of America. The Warburg Pincus Funds hold 90.7% of the Company's ordinary shares and jointly have a controlling interest in the Group.