DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD 1 AUGUST 2006 TO 30 SEPTEMBER 2006

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Company Registration No. 1372991 (England and Wales)

COMPANY INFORMATION

Directors

D V Taylor (Appointed 31 August 2006)

M A Taylor (Appointed 31 August 2006)

R E Summer (Appointed 31 August 2006)

D L Bouffler (Appointed 31 August 2006)

Secretary R E Summer

Company number 1372991

Registered office AGM House

London Road Copford Colchester Essex CO6 1GT

Auditors Beaumont Seymour & Co

47 Butt Road Colchester Essex CO3 3BZ

Business address 130 Princess Road

Manchester M16 7BY

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DIRECTORS' REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2006

The directors present their report and financial statements for the period ended 30 September 2006.

Principal activities and review of the business

The principal activity of the company continued to be that of design, manufacture and repair of water pressurisation equipment. On 31 August 2006 the entire share capital of the company was acquired by Aquatronic Group Management plc.

Results and dividends

The results for the period are set out on page 4.

Directors

The following directors have held office since 1 August 2005:

D V Taylor	(Appointed 31 August 2006)
M A Taylor	(Appointed 31 August 2006)
R E Summer	(Appointed 31 August 2006)
D L Bouffler	(Appointed 31 August 2006)

Directors' interests

The directors' interests in the shares of the holding company were as stated below:

	Ordinary £1 shares of £1 each		
	30 September 2006	1 August 2005	
D V Taylor	307,550	-	
M A Taylor	33,054	-	
R E Summer	15,022	-	
D L Bouffler	-	-	

Auditors

Beaumont Seymour & Co were appointed auditors to the company and in accordance with section 385 of the Companies Act 1985, a resolution proposing that they be re-appointed will be put to the Annual General Meeting.

DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

Directors' responsibilities

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

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 and then apply them consistently;
- -make judgements and estimates that are reasonable and prudent;
- -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.

Statement of disclosure to auditor

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

By order of the board

RE Summer Secretary

17 January 2007

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF PRESSMAIN (PRESSURISATION) CO LIMITED

We have audited the financial statements of Pressmain (Pressurisation) Co Limited on pages 4 to 12 for the period ended 30 September 2006. These financial statements have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out therein.

Respective responsibilities of the 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 are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 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.

Basis of audit opinion

We have audited the financial statements of Pressmain (Pressurisation) Co Limited on pages 4 to 12 for the period ended 30 September 2006. These financial statements have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out therein.

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 30 September 2006 and of its profit for the period then ended;

the financial statements have been properly prepared in accordance with the Companies Act 1985; and

the information given in the Directors Report is consistent with the financial statements.

Beaumont Seymour & Co

Chartered Certified Accountants

Registered Auditor

17 January 2007

47 Butt Road Colchester Essex

CO3 3BZ

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 30 SEPTEMBER 2006

	Notes	Period ended 30 September 2006 £	31 July 2005 £
Turnover	2	267,620	1,798,704
Cost of sales		(181,342)	(1,184,956)
Gross profit		86,278	613,748
Administrative expenses		(73,371)	(487,051)
Operating profit	3	12,907	126,697
Other interest receivable and similar income Interest payable and similar charges	4 5	68 	(3,004)
Profit on ordinary activities before taxation		12,975	123,693
Tax on profit on ordinary activities	6	(4,306)	(5,527)
Profit for the period	15	8,669	118,166
Dividends	7	(8,000)	_
Retained profit for the period	15	669	118,166

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 30 SEPTEMBER 2006

		20	2006		05
	Notes	£	£	£	£
Fixed assets					
Tangible assets	8		1,344,187		1,345,931
Current assets					
Stocks	9	116,452		135,520	
Debtors	10	345,871		317,938	
Cash at bank and in hand		61,708		-	
		524,031		453,458	
Creditors: amounts falling due within one year	11	(395,164)		(326,042)	
Net current assets			128,867		127,416
Total assets less current liabilities			1,473,054		1,473,347
Provisions for liabilities	12		(1,605)		(1,507
			1,471,449		1,471,840
					
Capital and reserves					
Called up share capital	14		2,000		2,000
Revaluation reserve	15		891,658		892,718
Profit and loss account	15		577,791		577,122
Shareholders' funds	16		1,471,449		1,471,840

Approved by the Board and authorised for issue on 17 January 2007

R E Summer Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2006

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Leasehold
Plant and machinery

Fixtures, fittings & equipment

Motor vehicles

Straight line over the life of the lease

15% Reducing balance 15-25% Reducing balance

25% Reducing balance

1.5 Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value.

1.6 Pensions

1.7 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

1.8 Comparative figures

The results of the company for the year ended 31 July 2006 were not subject to audit.

2 Turnover

The total turnover of the company for the period has been derived from its principal activity wholly undertaken in the United Kingdom.

3	Operating profit	2006	2005
·	operating prom	£	£
	Operating profit is stated after charging:		
	Depreciation of tangible assets	2,420	6,086
	Auditors' remuneration	2,050	-

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

4	Investment income	2006 £	2005 £
	Bank interest	68	
5	Interest payable	2006 £	2005 £
	On bank loans and overdrafts		3,004
6	Taxation	2006 £	2005 £
	Domestic current year tax U.K. corporation tax	4,208	4,020
	Current tax charge	4,208	4,020
	Deferred tax Deffered tax charge current period / year	98	1,507
		4,306	5,527
	Factors affecting the tax charge for the period Profit on ordinary activities before taxation	12,975	123,693
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30.00% (2005 - 19.00%)	3,893	23,502
	Effects of: Depreciation add back Capital allowances Tax losses utilised Other tax adjustments	725 (410) - - 315	1,825 (791) (21,454) 938 (19,482)
	Current tax charge	4,208	4,020

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

2005 £	2006 £				Dividends	7
-	8,000				Ordinary interim paid	
Total	Motor vehicles	Fixtures, fittings & equipment	Plant and machinery	Land and buildings	Tangible fixed assets	8
£	£	equipment £	£	Leasehold £		
1,421,184 1,736	10,500 -	40,655 1,736	45,029 -	1,325,000	Cost or valuation At 1 August 2005 Additions	
1,422,920	10,500	42,391	45,029	1,325,000	At 30 September 2006	
75,253 3,480	9,204 54	30,376 1,619	35,673 232	1,575	Depreciation At 1 August 2005 Charge for the period	
78,733	9,258	31,995	35,905	1,575	At 30 September 2006	
1,344,187	1,242	10,396	9,124	1,323,425	Net book value At 30 September 2006	
1,345,931	1,296	10,279	9,356	1,325,000	At 31 July 2005	

9	Stocks and work in progress	2006 £	2005 £
	Work in progress Finished goods and goods for resale	16,310 100,142	135,520
		116,452	135,520

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

10	Debtors	2006 £	2005 £
	Trade debtors	310,218	283,545
	Other debtors	-	3,293
	Prepayments and accrued income	35,653	31,100
		345,871	317,938
11	Creditors: amounts falling due within one year	2006 £	2005 £
		_	36,157
	Bank loans and overdrafts	190,996	218,431
	Trade creditors	118,952	
	Amounts owed to parent and fellow subsidiary undertakings	8,228	4,020
	Corporation tax Other taxes and social security costs	40,417	45,623
	Directors' current accounts	650	650
	Accruals and deferred income	35,921	21,161
		395,164	326,042

The bankers have the following securities:-

- (i) A right of set-off incorporated in all legal mortgages, life policies, mortgage debentures and guarantees;
- (ii) A first legal mortgage over the freehold property;
- (iii) An unscheduled mortgage debenture incorporating a fixed and floating charge over all current and future assets of the company;
- (iv) A corposite guarantee between the following:- Aquatronic Group Management Plc, Aquatech Limited, Acorn Mechanical Services Limited, AGM Inspection and Insurance Services Limited, AGM Pump Services Limited, O S Locke limited, Engineering Safety Inspection Services Limited and Pressmain (Pressurisation) Co Limited.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

12	Provisions for liabilities and charges	De	eferred tax liability £
	Balance at 1 August 2005 Profit and loss account		1,507 98
	Balance at 30 September 2006		1,605
	The deferred tax liability is made up as follows:		
		2006 £	2005 £
	Accelerated capital allowances	1,605	1,507
13	Pension costs		
	Defined contribution		
		2006 £	2005 £
	Contributions payable by the company for the period	792	12,877 ———
14	Share capital	2006 £	2005 £
	Authorised 25,000 Ordinary £1 shares of £1 each	25,000	-
	Allotted, called up and fully paid 2,000 Ordinary £1 shares of £1 each	2,000	2,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

15	Statement of movements on reserves	Revaluation reserve	Profit and loss account
		£	£
	Balance at 1 August 2005 Profit for the period	892,718 -	577,122 8,669
	Dividends paid	- (1,060)	(8,000)
	Depreciation written back	(1,060)	
	Balance at 30 September 2006	891,658	577,791
16	Reconciliation of movements in shareholders' funds	2006 £	2005 £
	Profit for the financial period Dividends Depreciation written back	8,669 (8,000) (1,060)	118,166 - -
	Net addition to shareholders' funds	(391)	118,166
	Opening shareholders' funds	1,471,840	1,353,674
	Closing shareholders' funds	1,471,449	1,471,840
17	Directors' emoluments	2006 £	2005 £
	Emoluments for qualifying services Company pension contributions to money purchase schemes	16,784	136,333 4,200
		16,784	140,533

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

18 Employees

Number	of emp	loyees
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The average monthly number of employees (including directors) during the period was:

	2006	2005
	Number	Number
Directors	4	2
Production	15	15
Administration	4	6
	23	23
nployment costs	2006	2005
Employment costs	£	£
Wages and salaries	92,529	553,342
Social security costs	9,714	60,872
Other pension costs	792	12,877
	103,035	627,091
		