

**Mills Manufacturing Technology Holdings Limited**  
Financial statements  
For the year ended 31 December 2006



**Company No. 2104321**

## Company information

<b>Company registration number</b>	2104321
<b>Registered office</b>	Units 2 & 3 Tachbrook Link Tachbrook Park Drive Leamington Spa Warwickshire CV34 6RH
<b>Directors</b>	Mr M Jenkins Mr N Frampton Mr A Jack Mr N Ahluwalia
<b>Secretary</b>	N Ahluwalia
<b>Auditor</b>	Grant Thornton UK LLP Chartered Accountants Registered Auditors Enterprise House 115 Edmund Street BIRMINGHAM B3 2HJ

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## Report of the directors

The directors present their annual report together with the financial statements of the company for the year ended 31 December 2006. The company declared a dividend of £173,185 during the year but otherwise was dormant and has not traded.

### The directors and their interests in the shares of the company

The directors who served the company during the year together with their beneficial interests in the shares of the company were as follows:

		Ordinary Shares of £1 each	
		At	At
		31 December 2006	1 January 2006 or later date of appointment
Mr M Jenkins		-	-
Mr N Ahluwalia	(appointed 13 October 2006)	-	-
Mr N Frampton	(appointed 13 October 2006)	-	-
Mr A Jack	(appointed 13 October 2006)	-	-
		<hr/>	<hr/>

The directors had no interests in shares of the company or its subsidiaries. The interests of the directors in the shares of the ultimate parent undertaking are disclosed in the financial statements of that company.

### Directors' responsibilities

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 Accounting Standards (United Kingdom 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,
- 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 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.

In so far as the directors are aware

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

**Auditor**

Grant Thornton UK LLP were appointed auditors to fill a casual vacancy in accordance with section 388(1) of the Companies Act 1985 Special notice pursuant to section 388(3) having been given, a resolution to appoint Grant Thornton UK LLP as auditors will be proposed at the General Meeting

BY ORDER OF THE BOARD



N Ahluwalia  
Secretary  
23 April 2007

## Report of the independent auditors to the members of Mills Manufacturing Technology Holdings Limited

We have audited the financial statements of Mills Manufacturing Technology Holdings Limited for the year ended 31 December 2006 on pages 7 to 10. These financial statements have been prepared under the historical cost convention and the accounting policies set out on page 8.

This report is made solely to the company's members, 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 members those matters we are required to state to them in an auditor's 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 auditor**

The directors' responsibilities for preparing the Report of the Directors and the financial statements in accordance with United Kingdom law and 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 Report of the Directors 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 Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

### **Basis of 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 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.

## Report of the independent auditors to the members of Mills Manufacturing Technology Holdings 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 2006,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements



**GRANT THORNTON UK LLP**  
**REGISTERED AUDITORS**  
**CHARTERED ACCOUNTANTS**  
**BIRMINGHAM**  
23 April 2007

## Balance sheet

	Note	2006 £	2005 £
<b>Fixed assets</b>			
Investments	2	<u>1,675,898</u>	<u>1,675,898</u>
<b>Current assets</b>			
Debtors	3	<u>1,733,165</u>	<u>1,733,165</u>
<b>Creditors: amounts falling due within one year</b>	4	<u>(2,332,149)</u>	<u>(2,158,964)</u>
<b>Net current liabilities</b>		<u>(598,984)</u>	<u>(425,799)</u>
<b>Total assets less current liabilities</b>		<u>1,076,914</u>	<u>1,250,099</u>
<b>Capital and reserves</b>			
Share capital	7	<u>425,926</u>	<u>425,926</u>
Share premium account		<u>650,988</u>	<u>650,988</u>
Profit and loss account	8	<u>-</u>	<u>173,185</u>
<b>Shareholders' funds</b>	9	<u>1,076,914</u>	<u>1,250,099</u>

These financial statements were approved by the directors on 23 April 2007 and are signed on their behalf by



Mr M Jenkins  
Director

## Notes to the financial statements

### 1 Basis of accounting

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

### 2 Investments

#### Shares held in subsidiary undertakings

£

Cost

At 1 January 2006 and 31 December 2006

1,675,898

Net book value

At 31 December 2006

1,675,898

At 31 December 2005

1,675,898

**2 Investments (continued)**

The company owns 100% of the issued share capital of the companies listed below

<b>Name of Company</b>	<b>Description of shares held</b>	<b>Proportion held</b>
Mills Manufacturing Technology Limited	Ordinary £1 shares	100%
Mills CNC Finance Limited	Ordinary £1 shares	100%
* Mills Marketing Servicing Limited	Ordinary £1 shares	100%

All of the above companies are registered in England

\* Denotes shares are held by a subsidiary

**3 Debtors**

	<b>2006</b>	<b>2005</b>
	<b>£</b>	<b>£</b>
Amounts owed by group undertakings	<b>1,732,775</b>	<b>1,732,775</b>
Other debtors	<b>390</b>	<b>390</b>
	<b><u>1,733,165</u></b>	<b><u>1,733,165</u></b>

**4 Creditors: amounts falling due within one year**

	<b>2006</b>	<b>2005</b>
	<b>£</b>	<b>£</b>
Amounts owed to group undertakings	<b><u>2,332,149</u></b>	<b><u>2,158,964</u></b>

**5 Contingent liabilities**

There is an unlimited cross guarantee in place in respect of bank loans and overdrafts of the group. At the year end the group guaranteed amount was £3,220,000.

There is also group VAT registration in place. The net creditor at the year end was £266,779 (2005 debtor £58,172).

**6 Related party transactions**

The company has taken advantage of the exemptions available under FRS 8 from the disclosures relating to transactions with other group companies.

**7 Share capital**

Authorised share capital

	2006 £	2005 £
630,720 Ordinary shares of £1 each	<u>630,720</u>	<u>630,720</u>

Allotted, called up and fully paid

	2006 No	£	2005 No	£
Ordinary shares of £1 each	<u>425,926</u>	<u>425,926</u>	<u>425,926</u>	<u>425,926</u>

**8 Profit and loss account**

	2006 £	2005 £
Balance brought forward	173,185	173,185
Dividends	<u>(173,185)</u>	<u>-</u>
Balance carried forward	<u>-</u>	<u>173,185</u>

**9 Reconciliation of movements in shareholders' funds**

	2006 £	2005 £
Dividends	<u>(173,185)</u>	<u>-</u>
Net reduction to shareholders' funds	<u>(173,185)</u>	<u>-</u>
Opening shareholders' funds	<u>1,250,099</u>	<u>1,250,009</u>
Closing shareholders' funds	<u>1,076,914</u>	<u>1,259,099</u>

**10 Parent undertakings and controlling parties**

The company is directly owned by Infraplan Limited.

The parent undertaking of the largest and smallest group for which consolidated accounts are prepared is Mills Manufacturing Group Limited. Consolidated accounts are available from The Secretary, Mills Manufacturing Group Limited, Units 2&3 Tachbrook Link, Tachbrook Park Drive, Leamington Spa, Warwickshire, CV34 6RH

In the opinion of the directors, Mills Manufacturing Group Limited is the company's ultimate parent company and the ultimate controlling party