

STRUCTURES OVERSEAS (CONDER) LIMITED

Company Number: 3182857

ANNUAL REPORT

YEAR ENDED 31 DECEMBER 2005



STRUCTURES OVERSEAS (CONDER) LIMITED

COMPANY INFORMATION

Directors	P G Reid G A Ridley
Secretary	M M Secretariat Limited
Company Number	3182857
Registered Office	Environment House 6 Union Road Nottingham NG3 1FH
Auditors	PKF (UK) LLP Regent House Clinton Avenue Nottingham NG5 1AZ

STRUCTURES OVERSEAS (CONDER) LIMITED

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STRUCTURES OVERSEAS (CONDER) LIMITED

DIRECTORS' REPORT YEAR ENDED 31 DECEMBER 2005

The directors submit their report and the financial statements for the year ended 31 December 2005.

Dormant company status

The company was dormant during the year.

Directors

The directors who served during the year were:

P G Reid
G A Ridley

None of the directors have any interests in the share capital of the company, its fellow subsidiaries or the parent company.

Auditors

On 23 May 2005, PKF transferred their business to PKF (UK) LLP, a limited liability partnership. Under section 26(5) of the Companies Act 1989, the company consented to extend their appointment to PKF (UK) LLP from 23 May 2005. Accordingly, the audit report has been signed in the name of PKF (UK) LLP and a resolution for the reappointment of PKF (UK) LLP will be proposed at the forthcoming annual general meeting.

Basis of preparation

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board


M M Secretariat Limited
Secretary

13 June 2006

STRUCTURES OVERSEAS (CONDER) LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the annual report and 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 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;*
- 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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
STRUCTURES OVERSEAS (CONDER) LIMITED**

We have audited the financial statements of Structures Overseas (Conder) Limited for the year ended 31 December 2005 which comprise the balance sheet and the related notes. The financial statements have been prepared under the accounting policies set out therein.

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 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

The directors' responsibilities for preparing the annual report and 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 have been 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 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 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 judgments 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 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.

INDEPENDENT AUDITORS' REPORT (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 2005 and of its result for the year then ended; and
- have been properly prepared in accordance with the Companies Act 1985.

Nottingham, UK

24.04.06

PKF(UK) LLP

PKF (UK) LLP
Registered Auditors

STRUCTURES OVERSEAS (CONDER) LIMITED

BALANCE SHEET 31 DECEMBER 2005

	Notes	2005 £	2004 £
CURRENT ASSETS			
Debtors	2	665	665
NET CURRENT ASSETS		<u>665</u>	<u>665</u>
CAPITAL AND RESERVES			
Called up share capital	3	1,000	1,000
Profit and loss account		(335)	(335)
		<u>665</u>	<u>665</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on *13 April 2006*

G A Ridley
G A Ridley

Director

STRUCTURES OVERSEAS (CONDER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2005

1 ACCOUNTING POLICIES

(a) Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005).

2 DEBTORS

	2005 £	2004 £
Due within one year		
Amounts due from group undertakings	665	665
	<u>665</u>	<u>665</u>

3 SHARE CAPITAL

	Authorised £	Allotted, called up and fully paid No	£
At 1 January 2005 and 31 December 2005			
Ordinary shares of £1 each	1,000	1,000	1,000
	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

4 PARENT UNDERTAKINGS AND CONTROLLING PARTIES

The company is controlled by Conder Structures Limited.

The parent undertaking of the largest and smallest group for which consolidated accounts are prepared is Melham Group Limited. Consolidated accounts are available from Companies House, Cardiff, CF4 3UZ.

In the opinion of the directors this is the company's ultimate parent company.

Melham Group Limited is ultimately controlled by Mr N R Puri.