

Amey LUL 2 Limited

Report and Financial Statements

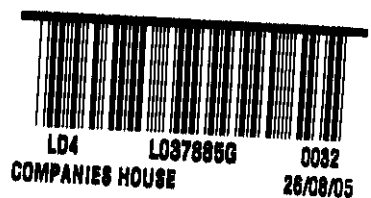
Year ended

31 December 2004

Company no. 4602504



BDO Stoy Hayward
Chartered Accountants



Amey LUL 2 Limited

Annual report and financial statements for the year ended 31 December 2004

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Directors

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Directors

A L Nelson
K Cottrell
M Ewell
J Leo

Secretary and registered office

C Hui, The Sherard Building, Edmund Halley Road, Oxford, OX4 4DQ

Company number

4602504

Auditors

BDO Stoy Hayward LLP, 8 Baker Street, London, W1U 3LL

Amey LUL 2 Limited

Report of the Directors for the year ended 31 December 2004

The Directors present their report together with the audited financial statements for the year ended 31 December 2004.

Results and dividends

The profit and loss account is set out on page 5 and shows the result for the period of £Nil (2003 - £Nil).

The Directors do not recommend payment of a dividend (2003 - £Nil).

Principal activities

The Company did not trade in the year.

Directors

The Directors of the Company during the year were:

A L Nelson	
K Cottrell	(appointed 11 July 2005)
M Ewell	(appointed 11 July 2005)
J Leo	(appointed 11 July 2005)
P M Rees	(appointed 22 March 2004 and resigned 11 July 2005)
D I Sutherland	(resigned 22 March 2004)

No Director had any interest in the share capital of the Company.

Auditors

The Company has filed an elective resolution not to hold an annual general meeting and has therefore dispensed with the requirement to reappoint auditors annually.

Directors' responsibilities for the financial statements

Company law in the United Kingdom 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 as at the end of the financial year and of the profit or loss of the Company for that year. 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
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

Report of the Directors for the year ended 31 December 2004 (Continued)

Directors' responsibilities for the financial statements (continued)

The Directors confirm that these accounts comply with the above requirements.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time, the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1985. The Directors also have a general responsibility in law for taking such steps that are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Directors are responsible for ensuring that the Directors Report is prepared in accordance with company law in the United Kingdom.

On behalf of the Board

A handwritten signature in black ink, appearing to be 'M. Ewell', written over a series of vertical lines.

M Ewell
Director

27 July 2005

Amey LUL 2 Limited

Report of the independent auditors

To the shareholders of Amey LUL 2 Limited

We have audited the financial statements of Amey LUL 2 Limited for the year ended 31 December 2004 on pages 5 to 10 which have been prepared under the accounting policies set out on pages 7 and 8.

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 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 United Kingdom Auditing Standards.

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 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 transactions with the Company 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.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards 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.

Amey LUL 2 Limited

Report of the independent auditors (*Continued*)

Opinion

In our opinion the financial statements give a true and fair view of the state of the Company's affairs as at 31 December 2004 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BDO Stoy Hayward LLP

BDO STOY HAYWARD LLP

*Chartered Accountants
and Registered Auditors*
London

27 July 2005

Amey LUL 2 Limited

Profit and loss account for the year ended 31 December 2004

	Note	2004 £	2003 £
Turnover	2	-	3,485,350
Cost of sales		-	(3,485,350)
		<hr/>	<hr/>
Gross profit		-	-
Administrative expenses		-	(34,583)
		<hr/>	<hr/>
Operating loss	5	-	(34,583)
Net interest receivable	6	-	34,583
		<hr/>	<hr/>
Profit transferred to reserves		-	-
		<hr/>	<hr/>

All transactions related to continuing operations.

There were no recognised gains or losses other than the result for the financial year.

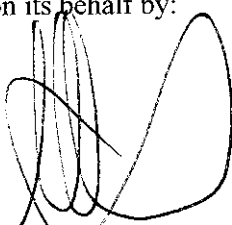
The notes on pages 7 to 10 form part of these financial statements.

Amey LUL 2 Limited

Balance sheet at 31 December 2004

	Note	2004 £'000	2003 £'000
Current assets			
Debtors	7	2	2
Creditors: amounts falling due within one year		-	-
		<hr/>	<hr/>
Net current assets		2	2
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	8	2	2
Profit and loss account		-	-
		<hr/>	<hr/>
Shareholders' funds	9	2	2
		<hr/>	<hr/>

The financial statements on pages 5 to 10 were approved by the Board of Directors on 27 July 2005 and signed on its behalf by:



M Ewell
Director

The notes on pages 7 to 10 form part of these financial statements.

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable United Kingdom Accounting Standards.

The following principal accounting policies have been applied consistently during the period.

Turnover

Turnover represents the value of work done during the period calculated by reference to the value of contracts closed and the movement in work in progress during the period, excluding VAT.

Stocks

Stocks are stated at the lower of cost and net realisable value.

Contract work in progress is stated at cost, which includes appropriate overheads but not interest, or at net realisable value, whichever is lower. Full provision is made for estimated losses to the completion of contracts.

Amounts recoverable on contracts represent the excess of work done including attributable profit over cumulative payments on account received. Payments on account in excess of work done are included within creditors.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that:

- Deferred tax is not recognised on timing differences arising on revalued properties unless the Company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief
- The recognition of deferred tax assets is limited to the extent that the Company anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances arising from underlying timing differences in respect of tax allowances on industrial buildings are reversed if and when all conditions for retaining those allowances have been met.

Deferred tax balances are not discounted.

1 Accounting policies (*Continued*)

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

Pre-contract and certain other costs arising on contracts

The Company expenses all pre-contract costs and other costs where recovery is not specifically provided for in accordance with the contract terms. The Company recognises on the balance sheet bid costs where it is virtually certain that a contract will be obtained and the contract is expected to result in future net cash inflows with a present value greater than the amount recognised as an asset. Costs are not subsequently reinstated when a contract award is achieved.

2 Turnover

The turnover and profit on ordinary activities before taxation are attributable to the continuing operation and principal activity of providing management services for the period 1 January 2003 to 30 June 2003. After this date the Company was acting on behalf of fellow subsidiaries of Amey UK plc and the turnover is recognised in the financial statements of those companies.

3 Employees

The Company had no employees in the period.

No costs of employees of Amey Services Limited were recharged to the Company.

4 Directors

Details of the remuneration of Directors, who are also Directors of the intermediate parent undertaking, Amey UK plc, and of Amey Ventures Limited, are disclosed in those companies' financial statements.

No Directors were remunerated through the Company in 2004 or 2003.

5 Operating loss

The auditors' remuneration is borne by the Company's intermediate parent undertaking, Amey plc.

Amey LUL 2 Limited

Notes forming part of the financial statements for the year ended 31 December 2004 (*Continued*)

6 Net interest receivable

	2004 £	2003 £
Other interest receivable and similar income	-	34,583

7 Debtors

	2004 £	2003 £
Amounts owed by parent undertaking	2	2

8 Share capital

	2004 £	2003 £
<i>Authorised</i>		
1,000 Ordinary shares of £1 each	1,000	1,000
<i>Allotted, called up and fully paid</i>		
2 Ordinary shares of £1 each	2	2

9 Reconciliation of movements in shareholders' funds

	2004 £	2003 £
Profit for the financial year	-	-
Share capital issued in the period	-	2
Net increase in shareholders' funds	-	2
Shareholders' funds at 1 January 2004	2	-
Shareholders' funds at 31 December 2004	2	2

10 Capital commitments

The Company had no capital commitments at 31 December 2004 or 31 December 2003.

12 Related party transactions

The Company has taken advantage of the exemption conferred by FRS 8 (Related party disclosures) not to disclose transactions with members of the group headed by Grupo Ferrovial, S.A. on the grounds that at least 90% of the voting rights in the Company are controlled within that group and the Company is included in those consolidated financial statements.

13 Ultimate parent undertaking

The ultimate parent company and controlling party is Grupo Ferrovial, S.A., a company incorporated in Spain.

Copies of the group financial statements of Grupo Ferrovial, S.A., which is the parent of the largest group of which the Company is a member, can be obtained from:

Grupo Ferrovial, S.A.
Principe de Vergara, 135
28002 Madrid
Spain

Copies of the group financial statements of Amey UK plc, the ultimate holding Company in the UK, and Amey plc, which is the parent of the smallest group for which group financial statements are prepared and of which the Company is a member, can be obtained from:

Head Office
The Sherard Building
Edmund Halley Road
Oxford OX4 4DQ