

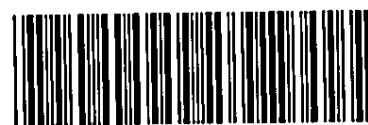
Lend Lease Dormant (No 2) Limited

**Directors' report and
financial statements**

Registered number 5804291

30 June 2007

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Directors' report and financial statements

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Directors' report

The directors present their annual report and the audited financial statements for the period ended 30 June 2007

Principal activities

The company was incorporated on 3 May 2006 and did not trade during the period

A share capital reduction in its subsidiary investment, W T Integrated Systems, created a distributable reserve of £275,535 which was paid to the company by way of a dividend. The company has subsequently made a write down of its investment of £275,535

As the company does not trade, it has no principal activities and is not subject to any risks or uncertainties

The company is a limited liability company incorporated and domiciled in the United Kingdom. The address of its registered office is 142 Northolt Road, Harrow, Middlesex HA2 0EE

These financial statements were authorised for issue by the Board of Directors on 28 February 2008

Directors and directors' interests

Set out below are the directors who served during the period

A Cutts	(appointed 7 June 2006)
A Panayi	(appointed 7 June 2006 and resigned 7 November 2006)
H Mursell	(appointed 7 November 2006)

Subsequent to the period end Mr A Cutts resigned as a director effective 23 July 2007, and Mr P Johnson was appointed as a director effective 23 July 2007

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director 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

Auditors

A resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed at a forthcoming General Meeting

By order of the board



T Janandran
Company Secretary

142 Northolt Road
Harrow
Middlesex
HA2 0EE

28 February 2008

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and applicable laws.

The financial statements are required by law to present fairly the financial position and the performance of the company. The Companies Act 1985 provides in relation to such financial statements that references in the relevant part of that Act to financial statements giving a true and fair view are references to their achieving a fair presentation.

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 that the financial statements comply with IFRS as adopted by the European Union, 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 confirm that they have complied with the above requirements in preparing the financial statements.

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 its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

KPMG LLP

PO Box 685
8 Salisbury Square
London
EC4Y 8BB

Independent auditors' report to the members of Lend Lease Dormant (No 2) Limited

We have audited the financial statements of Lend Lease Dormant (No 2) Limited ('the Company'), for the period ended 30 June 2007 which comprise the Income Statement, the Balance Sheet and the related notes. These 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 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 auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU are set out in the Statement of Directors' Responsibilities on page 2.

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 whether the financial statements have been 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 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 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.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with IFRSs as adopted by the EU, of the state of the company's affairs as at 30 June 2007 and of its result 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

KPMG LLP
KPMG LLP
Chartered Accountants
Registered Auditor
8 Salisbury Square
London
EC4Y 8BB

28/2/2008

Income statement

For the period ended 30 June 2007

	<i>Note</i>	30 June 2007 £
Revenue		-
Cost of sales		-
		<hr/>
Gross profit		-
Other income		275,535
Administrative expenses		(275,535)
		<hr/>
Operating profit		-
Finance income		-
		<hr/>
Profit before taxation	2	-
Taxation		-
		<hr/>
Profit for the period		-
		<hr/>

No operations were acquired or discontinued during the period. There is no material difference between the results disclosed in the income statement and the result given on an unmodified historical cost basis.

Balance sheet
As at 30 June 2007

	<i>Notes</i>	£	2007 £
Non-current assets			
Investments	5		2
			<hr/>
			2
Current assets			
Trade and other receivables	6	1	
		<hr/>	
		1	
Current liabilities			
Trade and other payables	7	(2)	
		<hr/>	
Net current liabilities			(1)
			<hr/>
Net assets			1
			<hr/>
Equity			
Ordinary shares	8		1
			<hr/>
Total equity			1
			<hr/>

These financial statements were approved by the board of directors on 28 February 2008 and were signed on its behalf by



H Mursell
 Director

Notes to the financial statements

1 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 International Financial Reporting Standards (IFRS) and IFRIC interpretations as adopted by the European Union and with those parts of the Companies Act 1985 applicable to companies reporting under IFRS

The financial statements have been prepared under the historical cost convention

2 Profit before taxation

The remuneration of the auditors for the current accounting year of £500 has been borne by a fellow group undertaking

3 Remuneration of directors

The directors did not receive any remuneration from the company for their services during the period

4 Staff numbers and costs

The company did not directly employ any staff during the period.

5 Fixed asset investments

	Shares in subsidiary undertaking £
<i>Cost</i>	
Additions in period	275 537
At end of period	<u>275 537</u>
<i>Provision</i>	
Additions in period	275 535
At end of period	<u>275 535</u>
<i>Net book value</i>	
At 30 June 2007	<u><u>2</u></u>

Notes to the financial statements *(continued)*

5 Fixed asset investments (continued)

The principal companies in which the Company's interest is more than 10% is as follows

Subsidiary and associated undertakings	Country of registration or incorporation	Principal activity	Percentage of ordinary shares held
W T Integrated Systems	England and Wales	Dormant	50

6 Trade and other receivables

	30 June 2007 £
Amounts due from related parties	1
	<u>1</u>

7 Trade and other payables

	30 June 2007 £
Amount due to related parties	2
	<u>2</u>

8 Share Capital

Authorised Share Capital

The authorised share capital is £1 000 consisting of 1 000 Ordinary Shares of £1

	30 June 2007 £
<i>Allotted and called up</i>	
1 Ordinary Share of £1	1
	<u>1</u>

9 Related party transactions

The only transaction with a related party was in respect of the dividend received of £275,535 from the company's subsidiary undertaking. Balances are due to and from fellow group companies, as disclosed in notes 6 and 7.

Notes to the financial statements *(continued)*

10 Ultimate parent undertaking and parent undertaking of larger group of which the company is a member

The company is a subsidiary undertaking of Lend Lease Dormant Holdings Limited, which is registered in England and Wales. Its ultimate parent undertaking is Lend Lease Corporation Limited, which is incorporated in Australia.

The largest group in which the results of the company are consolidated is that headed by Lend Lease Corporation Limited. The consolidated financial statements of this group may be obtained from Level 4, 30 The Bond, 30 Hickson Road, Millers Point, New South Wales, Australia 2000 or from its website at www.lendlease.com.au.

The smallest group in which the financial statements of the company are consolidated is that headed by Lend Lease Europe Holdings Limited. The consolidated financial statements of this group may be obtained from the Registrar of Companies, Companies House, Crown Way, Mandy, Cardiff.