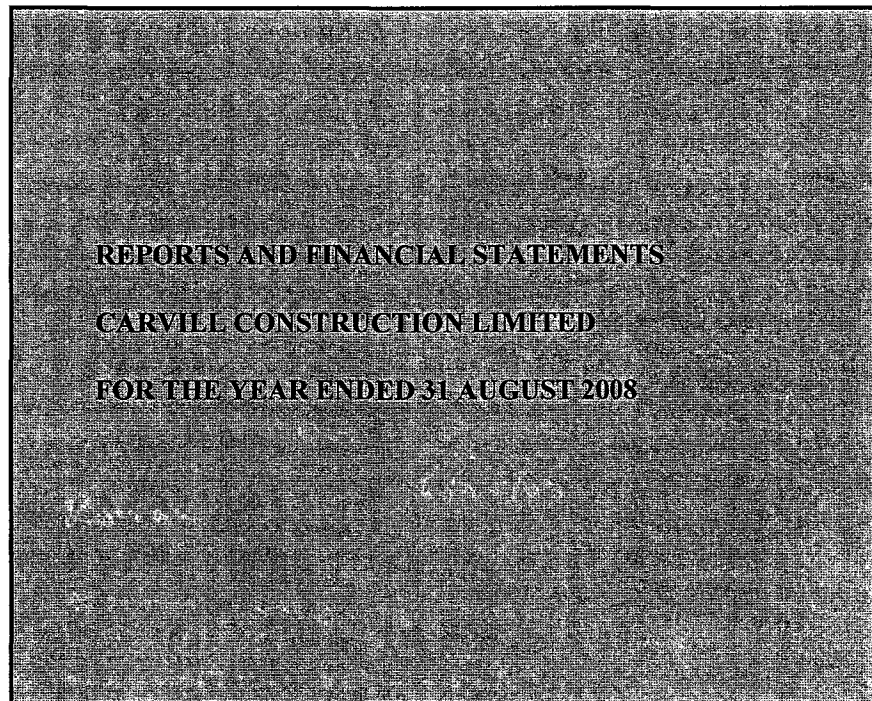




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Company Registration No. : 23119



CARVILL CONSTRUCTION LIMITED
REPORTS AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2008

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CARVILL CONSTRUCTION LIMITED
DIRECTORS AND OTHER INFORMATION

DIRECTORS

C.J. Carvill
C.M. Carvill
M.F. Carvill
T. Carvill

SECRETARY

T. Carvill

REGISTERED OFFICE

Chatham House
Chatham Street
Dublin 2

AUDITORS

Deloitte & Touche
Chartered Accountants
Deloitte & Touche House
Earlsfort Terrace
Dublin 2

BANKERS

Northern Bank Limited
National Irish Bank Limited

CARVILL CONSTRUCTION LIMITED

DIRECTORS' REPORT

The directors present their annual report, together with the audited financial statements, for the year ended 31 August 2008.

BUSINESS REVIEW

A summary of the results for the year is given on page 9 of the financial statements. The company did not trade during the year and consequently did not make a profit nor incur a loss in the year.

The directors do not recommend the payment of a dividend.

RISKS AND UNCERTAINTIES

The principal risks and uncertainties faced by the construction industry today are: the downturn in the property market and market confidence, the reduction in available funds for purchasers and unexpected delays in pending planning permissions.

DIRECTORS AND SECRETARY

The present directors and secretary are listed on page 2.

DIRECTORS' AND SECRETARY'S INTERESTS

The interests of the directors and secretary of the company in the share capital of the company or Carvill Group Limited, the holding company, at 31 August 2008 and 31 August 2007 were as follows:

Carvill Construction Limited	Number of Ordinary Shares of €0.13 each	
	31/8/2008	31/8/2007
C. J. Carvill	1	1
<hr/>		
Carvill Group Limited	Number of Ordinary Shares of 10p each	
	31/8/2008	31/8/2007
C. J. Carvill	140,921	140,921
C. M. Carvill	218,224	218,224
M. F. Carvill	167,739	167,739
T. Carvill	141,344	116,104
<hr/>		

CARVILL CONSTRUCTION LIMITED

DIRECTORS' REPORT (CONTINUED)

DIRECTORS' AND SECRETARY'S INTERESTS (CONTINUED)

Carvill Group Limited operates a share option scheme for directors of the parent and subsidiary companies and in addition to the interests disclosed above certain directors have options to acquire shares in the company. Full details are as follows:

Directors	Number of options over ordinary shares of 10p each in Carvill Group Limited			Exercise price	Date from which exercisable	Expiry date
	At 1/9/2007	During year		At 31/8/2008		
		Granted	Exercised			
T. Carvill	39,626	-	25,240	14,386	£2.52	01/07/2007 30/06/2016
C. J. Carvill	14,386	-	-	14,386	£2.52	01/07/2007 30/06/2016
C. M. Carvill	71,934	-	-	71,934	£2.52	01/07/2007 30/06/2016

BOOKS OF ACCOUNT

To ensure that proper books and accounting records are kept in accordance with Section 202 of the Companies Act, 1990, the company has employed appropriately qualified accounting personnel and has maintained appropriate accounting records. The books of account are located at the company's office at 75 Derriaghy Industrial Park, Dunmurry, Belfast BT17 9HU and on request are available from their registered office at Chatham House, Chatham Street, Dublin 2.

AUDITORS

The auditors Deloitte & Touche, Chartered Accountants, continue in office in accordance with Section 160(2) of the Companies Act, 1963.

Signed on behalf of the Board:

C. M. Carvill	)	DIRECTORS
T. Carvill	)	

5 February 2009

CARVILL CONSTRUCTION LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Irish 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 books of account which disclose with reasonable accuracy at any time the financial result of the company and to enable them to ensure that the financial statements are prepared in accordance with accounting standards generally accepted in Ireland and comply with Irish statute comprising the Companies Acts, 1963 to 2006 and the European Communities (Companies: Group Accounts) Regulations, 1992. 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 CARVILL CONSTRUCTION LIMITED

We have audited the financial statements of Carvill Construction Limited for the year ended 31 August 2008 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Accounting Policies and the related notes 1 to 12. These financial statements have been prepared under the accounting policies set out in the Statement of Accounting Policies.

This report is made solely to the company's members, as a body, in accordance with Section 193 of the Companies Act, 1990. 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 are responsible for preparing the financial statements, as set out in the Statement of Directors' Responsibilities in accordance with applicable law and accounting standards issued by the Accounting Standards Board and published by the Institute of Chartered Accountants in Ireland (Generally Accepted Accounting Practice in Ireland).

Our responsibility, as independent auditors, 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, in accordance with Generally Accepted Accounting Practice in Ireland, and are properly prepared in accordance with Irish statute comprising the Companies Acts, 1963 to 2006 and the European Communities (Companies: Group Accounts) Regulations, 1992. We also report to you whether in our opinion: proper books of account have been kept by the company; whether, at the balance sheet date, there exists a financial situation requiring the convening of an extraordinary general meeting of the company; and whether the information given in the Directors' Report is consistent with the financial statements. In addition, we state whether we have obtained all the information and explanations necessary for the purposes of our audit and whether the company's balance sheet and profit and loss account are in agreement with the books of account.

We also report to you if, in our opinion, any information specified by law regarding directors' remuneration and directors' transactions is not disclosed and, where practicable, include such information in our report.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatement within it. Our responsibilities do not extend to other information.

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CARVILL CONSTRUCTION LIMITED

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 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 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 Generally Accepted Accounting Practice in Ireland, of the state of the affairs of the company as at 31 August 2008 and of its result for the year then ended; and
- have been properly prepared in accordance with the Companies Acts, 1963 to 2006 and the European Communities (Companies: Group Accounts) Regulations, 1992.

We have obtained all the information and explanations we considered necessary for the purposes of our audit. In our opinion proper books of account have been kept by the company. The company's balance sheet and its profit and loss account are in agreement with the books of account.

In our opinion the information given in the Directors' Report is consistent with the financial statements.

The net assets of the company, as stated in the balance sheet, are more than half the amount of its called-up share capital and, in our opinion, on that basis there did not exist at 31 August 2008 a financial situation which, under Section 40(1) of the Companies (Amendment) Act, 1983, would require the convening of an extraordinary general meeting of the company.



Deloitte & Touche
Chartered Accountants and Registered Auditors
Dublin

CARVILL CONSTRUCTION LIMITED
STATEMENT OF ACCOUNTING POLICIES

The significant accounting policies adopted by the company are as follows :

BASIS OF PREPARATION

The financial statements have been prepared in accordance with accounting standards generally accepted in Ireland and Irish statute comprising the Companies Acts, 1963 to 2006 and the European Communities (Companies: Group Accounts) Regulations, 1992. Accounting standards generally accepted in Ireland in preparing financial statements giving a true and fair view are those published by the Institute of Chartered Accountants in Ireland and issued by the Accounting Standards Board.

ACCOUNTING CONVENTION

The financial statements are prepared under the historical cost convention.

FINANCIAL ASSETS

Shares in subsidiary and associated companies are stated at cost less provision for any impairment in value on an individual basis.

CURRENCY

The financial statements are denominated in pounds sterling (Stg£).

CARVILL CONSTRUCTION LIMITED

PROFIT AND LOSS ACCOUNT



FOR THE YEAR ENDED 31 AUGUST 2008

	Notes	2008 £	2007 £
TURNOVER		-	-
Cost of sales			
GROSS LOSS			
Write-off financial assets		(2)	-
OPERATING LOSS		(2)	-
Interest payable and similar charges		-	-
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	2	(2)	(2,388)
Taxation	3	-	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION	8	(2)	(2,388)

All recognised gains and losses have been reflected in this profit and loss account. There were no movements in shareholders' funds other than the recognised gains and losses in the current and prior year.

All the profits and losses arose from continuing operations in the current and prior year.

The financial statements were approved by the Board of Directors on 5 February 2009 and signed on its behalf by:

C. M. Carvill )
T. Carvill )
DIRECTORS

CARVILL CONSTRUCTION LIMITED
BALANCE SHEET AS AT 31 AUGUST 2008

	Notes	2008 £	2007 £
FIXED ASSETS			
Financial assets	4	3,202	3,204
CURRENT ASSETS			
Debtors	5	118,555	118,555
Cash at bank and in hand		19	19
		118,574	118,574
CREDITORS: (Amounts falling due within one year)	6	(21,766)	(21,766)
NET CURRENT ASSETS		96,808	96,808
TOTAL ASSETS LESS CURRENT LIABILITIES		100,010	100,012
CAPITAL AND RESERVES			
Called-up share capital	7	99,960	99,960
Profit and loss account	8	50	52
SHAREHOLDERS' FUNDS		100,010	100,012

The financial statements were approved by the Board of Directors on 5 February 2009 and signed on its behalf by:

C. M. Carvill )
T. Carvill )
DIRECTORS

CARVILL CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2008

1. EMPLOYEES AND REMUNERATION

Carvill Construction Limited was administered by Carvill Group Limited and did not incur any staff costs.

2. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

2008	2007
£	£

The loss on ordinary activities before taxation is stated after charging:

Directors' remuneration	-	-
Auditors' remuneration	-	-
	<u> </u>	<u> </u>

3. TAXATION

No taxation arises in the current and prior year as no profit was made in either year.

4. FINANCIAL ASSETS

	Shares in Subsidiary Companies £	Shares in Associated Companies £	Total £
Cost at 31 August 2007	3,204	-	3,204
Write-off of financial assets	(2)		(2)
	<u> </u>	<u> </u>	<u> </u>
Cost at 31 August 2008	3,202	-	3,202
	<u> </u>	<u> </u>	<u> </u>

The company is exempt under Regulation 8 of the European Communities (Companies: Group Accounts) Regulations, 1992, from the requirement to prepare consolidated financial statements.

Details of the subsidiary and associated companies are as follows:

(i) Subsidiary Companies

(All incorporated in the Republic of Ireland with their registered office at Chatham House, Chatham Street, Dublin 2.)

Name	Activity	Holding 2008	2007	Shares Held
Boyne Properties Limited	Property Development	75%	75%	750 ordinary shares of €2 each
Hawthorn Securities Ltd	Non-trading	Nil	100%	2 ordinary shares of €2 each

CARVILL CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2008 (CONTINUED)

4. FINANCIAL ASSETS (CONTINUED)

(ii) Associated Company

(Incorporated in the Republic of Ireland with its registered office at Chatham House, Chatham Street, Dublin 2.)

Name	Activity	Holding		Shares Held
		2008	2007	
Leo Securities Limited	Non-trading	Nil	50%	2 ordinary shares of €2 each

The following companies were dissolved during the year:
Hawthorn Securities Limited and Leo Securities Limited.

5. DEBTORS

	2008	2007
	£	£

Amounts falling due within one year:

Other debtors	20,690	20,690
---------------	--------	--------

Amounts falling due after more than one year:

Amount due by group company	97,865	97,865
	<u>118,555</u>	<u>118,555</u>

6. CREDITORS: (Amounts falling due within one year)

	2008	2007
	£	£
Amount owed to group companies	4	4
Amount owed to connected companies	21,762	21,762
	<u>21,766</u>	<u>21,766</u>

CARVILL CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2008 (CONTINUED)

7. CALLED-UP SHARE CAPITAL	2008	2007
	£	£
Authorised:		
1,500,000 ordinary shares of £0.10 (2007: £0.10) each	150,000	150,000
	<hr/>	<hr/>
Allotted, Called-Up and Fully Paid:		
999,600 ordinary shares of £0.10 (2007: £0.10) each	99,960	99,960
	<hr/>	<hr/>
8. PROFIT AND LOSS ACCOUNT	2008	2007
	£	£
At beginning of year	52	52
Loss for the year	(2)	-
	<hr/>	<hr/>
At end of year	50	52
	<hr/>	<hr/>

9. CONTINGENT LIABILITIES

Contingencies:

- (i) The company has given its bankers an unlimited cross guarantee which it has entered, jointly and severally, with five other companies in the group.
- (ii) The company has given its bankers a guarantee for £1,279,442 (2007: £1,356,469) being the sterling equivalent of €1,578,000 (2007: €2,003,647) which it has entered into jointly and severally with two other companies in the group.

10. GROUP MEMBERSHIP

The company's ultimate parent undertaking is Carvill Group Limited, a company incorporated in Northern Ireland. The parent undertaking of the largest and smallest group which includes the company and for which group financial statements are prepared, is Carvill Group Limited.

Copies of the group financial statements of Carvill Group Limited are available from:

Companies Registration Office
1st Floor
Waterfront Plaza
8 Laganbank Road
Belfast BT1 3LR.

CARVILL CONSTRUCTION LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2008 (CONTINUED)**

11. RELATED PARTY TRANSACTIONS

The company, a wholly owned subsidiary of Carvill Group Limited, has availed of the exemption under Financial Reporting Standard 8 from disclosure of intra-group related party transactions.

12. CASH FLOW STATEMENT

In accordance with Financial Reporting Standard 1, a cash flow statement has not been prepared for the company as the cash flow of the group is disclosed in the consolidated financial statements of the ultimate holding company.