

**Nimbus Diamond Tool and Machine
Company Limited**

**Annual report and accounts
for the year ended 31 December 2005**

Registered no: 1407607



Nimbus Diamond Tool and Machine Company Limited

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for the year ended 31 December 2005**

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Nimbus Diamond Tool and Machine Company Limited

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Directors and advisers

Directors

A R Oxenham
R Lazard (appointed 25 May 2005)
W F Buys (resigned 31 May 2005)

Secretary

A R Oxenham

Registered Office

Saint-Gobain Abrasives Ltd
Doxey Road
Stafford
ST16 1EA

Bankers

National Westminster PLC
15 Bishopsgate
London
EC2P 2AP

Directors' report for the year ended 31 December 2005

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2005.

Principal activities

The company's principal activities are the manufacture and distribution of diamond tools and equipment and will continue to be so in the foreseeable future.

Sale of the company

As part of the re-organisation of the Abrasives division of Saint-Gobain, as at close of business on the 31 December 2000 the business and net assets of Nimbus Diamond Tool and Machine Company Limited were sold to Saint Gobain Abrasives Limited, a fellow group company.

Results and dividends

The company did not trade during the year. The directors do not recommend payment of dividend (2004 : £ Nil).

Directors

The directors who served during the year and up to the date of signing these accounts were:

A R Oxenham
R Lazard
W F Buys

Directors' interests in shares in the company

No director had a beneficial interest in the shares of Nimbus Diamond Tool and Machine Company Limited or in the shares of Compagnie de Saint-Gobain, the ultimate parent company.

Directors' report for the year ended 31 December 2005

Employees

The company's policy is to consult and discuss with employees, through unions, staff councils and at meetings, matters likely to affect employees' interests.

Information on matters of concern to employees is given through information bulletins and reports which seek to achieve a common awareness on the part of all employees of the financial and economic factors affecting the company's performance.

The company's policy is to recruit disabled workers for those vacancies that they are able to fill. All necessary assistance with initial training courses is given. Once employed a career plan is developed so as to ensure suitable opportunities for each disabled person. Arrangements are made where possible for retraining employees who become disabled, to enable them to perform work identified as appropriate to their aptitudes and abilities.

Research and development

The company is committed to research and development activities in order to secure its position as a market leader in the diamond tool products industry.

Directors' report for the year ended 31 December 2005

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period that 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.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2005 and that applicable accounting standards have been followed.

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.

By order of the board



A R Oxenham
Director

4 August 2006

Balance sheet at 31 December 2005

	Notes	2005 £'000	2004 £'000
Current assets			
Debtors: amounts falling due within one year	9	<u>2,719</u>	<u>2,719</u>
		2,719	2,719
Net assets		<u>2,719</u>	<u>2,719</u>
Capital and reserves			
Called up share capital	10	-	-
Profit and loss account	11	<u>2,719</u>	<u>2,719</u>
Equity shareholders' funds	12	<u>2,719</u>	<u>2,719</u>

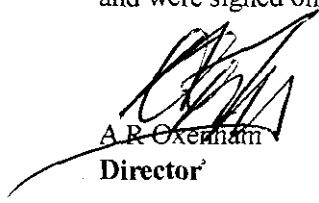
For the year ended 31 December 2005 the company was entitled to the exemption under section 249 AA (1) of The Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249 (B) (2) of The Companies Act 1985.

The directors acknowledge their responsibility for:

(i) ensuring the company keeps accounting records which comply with section 221; and (ii) Preparing accounts 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 its profit and loss for the financial year, in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statements on page 6 were approved by the board of directors on 4 August 2006 and were signed on its behalf by



A R Oxenham

Director

**Notes to the financial statements
for the year ended 31 December 2005**

1. Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom.

2. Directors' emoluments

Directors' emoluments, paid in respect of services to this company through the principal Company, are included in the accounts of Saint-Gobain Abrasives Limited.

No director waived emoluments in respect of the period ended 31 December 2005.

3. Employee information

The average monthly number of persons (including directors) employed by the company during the year are included in the accounts of Saint-Gobain Abrasives Limited.

All employees during the year performed their services on behalf of Saint-Gobain Abrasives Limited, and were remunerated by that company. Their costs have been disclosed in the accounts of this company.

4. Called up share capital

	2005	2004
	£	£
Authorised		
10,000 Ordinary shares of £1 each	10,000	10,000
Allotted, called up and fully paid		
41 Ordinary shares of £1 each (2004: 41 £1 Ordinary shares)	41	41

5. Ultimate and immediate parent company

The immediate parent company is Saint-Gobain Abrasives Limited (formerly Unicorn Abrasives UK Limited), which is incorporated in England and Wales.

The company's ultimate parent company and controlling party is Compagnie de Saint-Gobain, which is incorporated in France. Copies of the parent's consolidated financial statements may be obtained from : Saint-Gobain, Investor Relations Department, Les Miroirs F-92096, La Defense Cedex, France.