REGISTERED NUMBER: 3250921

DPA SUPPORT SERVICES LIMITED

ANNUAL REPORT
FOR THE YEAR ENDED
31ST DECEMBER 2004



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DPA SUPPORT SERVICES LIMITED

COMPANY INFORMATION

DIRECTORS	D W Bowler D J Finch
SECRETARY	D W Bowler
REGISTERED OFFICE	Astral House Imperial Way Watford Hertfordshire WD24 4WW
REGISTERED NUMBER	3250921
AUDITORS	RSM Robson Rhodes LLP Colwyn Chambers 19 York Street Manchester M2 3BA
BANKERS	National Westminster Bank Plc P O Box 2DG 208 Piccadilly London W1A 2DG

DIRECTORS' REPORT

The Directors submit their report to the members, together with the audited accounts for the year ended 31st December 2004.

Principal activities and review of the business

The Company's contract is to build a new divisional police headquarters and provide support functions. In addition, it is to refurbish an existing section of the station at Dorchester and build section stations at Bridport and East Weymouth. The project has been delivered under the Private Finance Initiative.

The Company is entitled to receive concession revenue for 30 years after completing the construction work in January 2002.

Directors and their interests

The Directors of the Company during the year were:

D W Bowler
D J Finch

Neither of the Directors had a beneficial interest in the shares of the Company or any other Company in the UK Group at 31st December 2004.

Auditors

RSM Robson Rhodes LLP are willing to continue in office and the Directors propose that they are reappointed in accordance with the elective resolution currently in force.

Statement of directors' responsibilities for the Annual Report

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 and of the profit or loss of the Company for that period. In preparing these accounts, the Directors are required to :

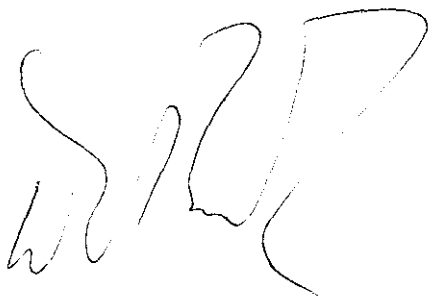
* select suitable accounting policies and apply them consistently;
* make judgements and estimates that are reasonable and prudent;
* state whether applicable United Kingdom accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 are responsible for keeping proper accounting records which 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.

Approval

The Report of the Directors was approved by the Board on 25th May 2005 and signed on its behalf by:

D W Bowler
Director



INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF DPA SUPPORT SERVICES LIMITED

We have audited the financial statements on pages 5 to 13.

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders 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 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 Director's 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 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 by 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 accounts give a true and fair view of the state of affairs of the Company as at 31st December 2004 and of the loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

RSM Robson Rhodes LLP
Chartered Accountants and Registered Auditors

Manchester, England
25th May 2005

DPA SUPPORT SERVICES LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31ST DECEMBER 2004

	Note	2004 £000	2003 £000
Turnover : continuing operations	1	2,879	2,863
Cost of sales		(1,124)	(1,119)
Gross profit		1,755	1,744
Administrative expenses		(147)	(140)
Operating profit : continuing operations	2	1,608	1,604
Net interest payable	4	(1,179)	(1,200)
Profit on ordinary activities before taxation		429	404
Tax on profit on ordinary activities	5	(1,040)	(96)
(Loss)/profit for the financial year	12	(611)	308

A Statement of Total Recognised Gains and Losses has not been prepared as the Company has no recognised gains or losses other than those reported above.

DPA SUPPORT SERVICES LIMITED

BALANCE SHEET
AT 31ST DECEMBER 2004

	Notes	2004 £000	2003 £000
Fixed assets			
Tangible assets	6	16,272	16,444
Current assets			
Debtors: due within one year	7	446	368
Cash at bank and in hand		902	1,375
		1,348	1,743
Creditors: *amounts falling due within one year*	8	(1,569)	(1,828)
Net current liabilities		(221)	(85)
Total assets less current liabilities		16,051	16,359
Creditors: amounts falling due after one year	9	(15,168)	(15,905)
Provisions for liabilities and charges	10	(1,443)	(403)
Net (liabilities)/assets		(560)	51
Capital and reserves			
Called up share capital	11	50	50
Profit and loss account	12	(610)	1
Total equity shareholders' (deficit)/funds	13	(560)	51

The financial statements were approved by the Board on 25th May 2005 and signed on its behalf by:

D W Bowler
Director

Accounting convention

The accounts have been prepared under the historical cost convention. The accounting policies adopted comply with UK Financial Reporting Standards and Statements of Standard Accounting Practice and are consistent with those of the previous period.

Cash flow statement

The Company has taken advantage of the exemption not to prepare a cash flow statement as the Company's results are included in the consolidated statement of VINCI PLC whose statements are publicly available.

Fixed assets

All fixed assets are initially recorded at cost. Cost represents expenditure on the building work for the new divisional police headquarters and section stations including capitalised interest, until the assets come into use.

Depreciation

As each phase of construction is completed, assets are brought into use and depreciated over the concession period, using an annuity method of depreciation.

Taxation

The charge or credit for taxation is based on the result for the year.

The payment of taxation is deferred or accelerated because of timing differences between the treatment of certain items for accounting and taxation purposes. Full provision for deferred taxation is made under the liability method, without discounting, on all timing differences that have arisen, but not reversed by the balance sheet date, unless such provision is not permitted by FRS 19.

1. **Turnover**

Turnover represents concession revenue on completion of the new divisional police headquarters and support functions with the Dorset Police Authority.

2. **Operating profit -: continuing operations**

This is stated after charging :	2004 £000	2003 £000
Depreciation	211	183
Auditors' remuneration : audit	3	3

3. **Employees**

The Company had no employees during the year. Neither of the directors received remuneration relating to their services as directors of DPA Support Services Limited

4. **Net interest payable**

	2004 £000	2003 £000
Bank interest receivable	(56)	(63)
Bank interest payable	1,235	1,263
	1,179	1,200

5. Taxation on profit on ordinary activities

The taxation charge for the year comprised :	2004 £000	2003 £000
Deferred taxation	1,040	96
Taxation on profit on ordinary activities	1,040	96

Current tax reconciliation	*2004 £000*	*2003 £000*
Profit on ordinary activities before taxation	429	404
Theoretical tax at UK corporation rate 30% (2003: 30%)	129	121
Effects of:		
Expenditure not tax deductible	28	70
Accelerated capital allowances	(294)	(75)
Short term timing differences	30	(3)
Group relief	107	(113)
Actual current taxation charge	-	-

6. **Tangible assets**

	Buildings £000
Cost:	
At 1st January 2004	16,827
Additions	39
At 31st December 2004	16,866
Depreciation:	
At 1st January 2004	383
Charged	211
At 31st December 2004	594
Net book value:	
At 31st December 2004	16,272
At 31st December 2003	16,444

7. **Debtors :** due within one year

	2004 £000	2003 £000
Other debtors	446	368

8. **Creditors:** amounts falling due within one year

	2004 £000	2003 £000
Bank loans and overdrafts	555	503
Amounts owed to group undertakings	69	-
Accruals	945	1,288
Taxation and social security	-	37
	1,569	1,828

9. **Creditors:** amounts falling due after more than one year

	2004 £000	2003 £000
Bank loans and overdrafts	13,340	13,896
Amounts owed to group undertakings	1,828	2,009
	15,168	15,905

The bank loan is drawn down under a non-recourse financing agreement. The Company is committed to senior debt facilities of £ 13,895,000(2003: £14,399,000).

The amounts owed to group undertakings represent subordinated loans, the total facility for which is £1,897,000 at an interest rate of 12.5 % per annum.

The total loan balance is repayable twenty-five years and four months following financial close in six monthly instalments commencing 31 May 2002, which may be analysed by maturity as follows:

	2004 £000	2003 £000
Repayable		
in more than five years	12,422	13,380
between two and five years	2,075	1,967
between one and two years	671	558
within one year	624	503
	15,792	16,408

10. **Provisions for liabilities and charges**

	Deferred Taxation £000
At 1st January 2004	403
Charged to profit and loss account	1,040
At 31st December 2004	1,443

Deferred taxation comprises :	Amounts provided	
	2004 £000	2003 £000
Capital allowances	1,473	497
Other timing differences	(30)	(94)
	1,443	403

11. **Share capital**

	Authorised			
	2004 No.	2003 No.	2004 £	2003 £
Ordinary shares of £1 each	50,000	50,000	50,000	50,000

	Called up, Allotted and fully paid			
	2004 No.	2003 No.	2004 £	2003 £
Ordinary shares of £1 each	50,000	50,000	50,000	50,000

12. **Reserves**

	Profit and Loss account £000
At 1st January 2004	1
Reserve transfer for the year	(611)
At 31st December 2004	(610)

Under the terms of the Company's bank loan arrangements, distribution from reserves are not permitted until all banking financial covenants are satisfied. Accordingly, no dividends are payable until sufficient cash resources are available to the Company.

13. **Reconciliation of movement in shareholders' (deficit)/funds**

	2004 £000	2003 £000
(Loss)/profit for the year	(611)	308
(Decrease)/increase in shareholders' funds	(611)	308
Opening shareholders' funds/(deficit)	51	(257)
Closing shareholders' (deficit)/funds	(560)	51

14. **Related party transactions**

During the year, the Company paid £202,000 (2003: £373,000) to a fellow subsidiary company, Norwest Holst Construction Limited, in respect of outstanding construction costs of the divisional police headquarters. Included in accruals and retentions is £403,000 (2003: £516,000) due to Norwest Holst Construction Limited and £128,000 (2003: £364,000) subordinated loan debt interest due to Vinci (Holdings) Limited.

The parent company, Vinci (Holdings) Limited, has a subordinated loan balance of £1,897,000 (2003: £2,009,000) with the Company (see notes 8 and 9).

15. **Ultimate parent undertaking**

At 31st December 2004, the ultimate parent undertaking was VINCI, a company incorporated in France. Copies of the accounts of the above company can be obtained from the Company Secretary, VINCI, 1 cours Ferdinand-de-Lesseps, 92851 Rueil-Malmaison, Cedex, France. The parent undertaking of the smallest group of which the company is a member and for which group accounts are prepared is VINCI PLC, which is registered in England. Copies of the above accounts may be obtained from the Company Secretary, VINCI PLC, Astral House, Imperial Way, Watford, Hertfordshire, WD24 4WW.