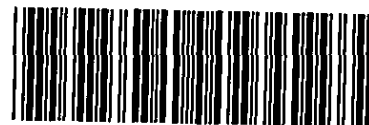


IMI SYSTEMS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2009
(Registered in Scotland)

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IMI SYSTEMS LIMITED
("Company")

Directors : J O'Shea
J C Morgan (resigned 19 February 2009)
H Afford (appointed 25 September 2009)

Secretary : N Joynson

Registered Office : 123 St Vincent Street
Glasgow
G2 5EA

**REPORT OF DIRECTORS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2009**

The Directors of IMI Systems Limited submit their Report together with the Accounts for the year ended 31 December 2009.

1. Activity

The Company did not trade during the year. No dividend is proposed (2008: Nil).

2. Board of Directors

The changes in the Board of Directors are noted above.

3. Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

The financial statements are required by law to 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 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 whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

IMI SYSTEMS LIMITED
REPORT OF DIRECTORS (continued)

- 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 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 2006. 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.

4. Auditors

The Company is exempt from the requirement to appoint auditors.

By Order of the Board



N Joynton
Secretary

Date: 9 August 2010

IMI SYSTEMS LIMITED
(Registered number: SC055254)

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2009

During the year ended 31 December 2009 and preceding financial year, the Company did not trade, received no income and incurred no expenditure. Consequently, the Company has made neither a profit or a loss and has no recognised gains and losses.

BALANCE SHEET AT 31 DECEMBER 2009


	2009	2008
	£	£
Liabilities		
Creditors:		
Amounts falling due after more than one year		
Amounts owed to Group company	<u>(14,260)</u>	<u>(14,260)</u>
Capital and Reserves		
Called up share capital		
Allotted and fully paid		
100 Ordinary shares of £1 each	100	100
Profit and loss account	<u>(14,360)</u>	<u>(14,360)</u>
	<u>(14,260)</u>	<u>(14,260)</u>

For the year ending 31 December 2009 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 ("Act") relating to dormant companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Act; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved by the Board of Directors on 9 August 2010 and were signed on its behalf:



H Afford
Director

Ultimate holding company

The ultimate holding company is IMI plc incorporated in England and Wales. A copy of the Group accounts of that company can be obtained from the Company Secretary, Lakeside, Solihull Parkway, Birmingham Business Park, Birmingham B37 7XZ.