

Registered number: 00062423

**UDS (NO 3) LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

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## **UDS (NO 3) LIMITED**

### **COMPANY INFORMATION**

<b>Directors</b>	N Benning-Prince D J Clarke (resigned 1 December 2016) R C Dowley E A Gretton Dr C M Wendt (appointed 1 December 2016)
<b>Company secretary</b>	W F Rogers
<b>Registered number</b>	00062423
<b>Registered office</b>	Hanson House 14 Castle Hill Maidenhead SL6 4JJ

## **UDS (NO 3) LIMITED**

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## **UDS (NO 3) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2016**

The Directors present their report and the financial statements for the year ended 31 December 2016.

#### **Principal activity**

The Company is a group finance company. It did not trade during the current or prior year and, therefore, the financial statements comprise the balance sheet and related notes only.

#### **Directors**

The Directors who served during the year were:

N Benning-Prince  
D J Clarke (resigned 1 December 2016)  
R C Dowley  
E A Gretton  
Dr C M Wendt (appointed 1 December 2016)

#### **Directors' indemnity**

A fellow group undertaking has indemnified, by means of directors' and officers' liability insurance, one or more Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act. Such qualifying third party indemnity provision was in force during the year and is in force as at the date of approving the Directors' Report.

The articles of association also provide for the Directors to be indemnified by the Company subject to the provisions of the Companies Act.

This report was approved by the board on 5 April 2017 and signed on its behalf.



**W F Rogers**  
Secretary

**UDS (NO 3) LIMITED**  
**REGISTERED NUMBER:00062423**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2016**

	<b>Note</b>	<b>2016 £000</b>	<b>2015 £000</b>
<b>Current assets</b>			
Debtors: amounts falling due within one year	3	5,660	5,660
<b>Net assets</b>		<u>5,660</u>	<u>5,660</u>
<b>Capital and reserves</b>			
Called up share capital	4	950	950
Profit and loss account		<u>4,710</u>	<u>4,710</u>
<b>Shareholders' funds</b>		<u>5,660</u>	<u>5,660</u>

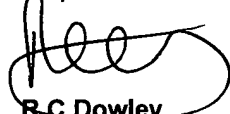
For the year ended 31 December 2016 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006.

Members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 5 April 2017.

  
**R.C. Dowley**  
Director

The notes on pages 3 to 4 form part of these financial statements.

## **UDS (NO 3) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016**

#### **1. General information**

UDS (No 3) Limited ("the Company") is a limited company incorporated and domiciled in the United Kingdom. The address of its registered office and principal place of business is disclosed in the Company Information.

The Company's financial statements are presented in Sterling, which is also the Company's functional currency, and all values are rounded to the nearest thousand pounds (£'000) except where otherwise indicated.

#### **2. Accounting policies**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS102), the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The Company is part of the HeidelbergCement AG group and is included in the consolidated financial statements of HeidelbergCement AG. The Company therefore qualifies for the reduced disclosures for subsidiaries under FRS 102 including the exemption to present a cash flow statement. The Company is also exempt under Section 33.1A of FRS 102 from disclosing related party transactions with wholly owned subsidiaries of the HeidelbergCement AG group.

##### **2.2 Classification of shares as debt or equity**

An equity instrument is a contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Accordingly, a financial instrument is treated as equity if:

- there is no contractual obligation to deliver cash or other financial assets or to exchange financial assets or liabilities on terms that may be unfavourable; and
- the instrument is a non-derivative that contains no contractual obligations to deliver a variable number of shares or is a derivative that will be settled only by the Company exchanging a fixed amount of cash or other assets for a fixed number of the Company's own equity instruments.

The proceeds of an issue are allocated to shareholders' equity, net of transaction costs. The carrying amount of equity is not re-measured in subsequent years.

When shares are issued that create a financial liability of the Company they are presented as a liability in the balance sheet; measured initially at fair value net of transaction costs and thereafter at amortised cost until extinguished on conversion or redemption. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss.

The Company's 5% cumulative preferences shares have been accounted for as equity (see note 4).

## UDS (NO 3) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

#### 3. Debtors

	2016 £000	2015 £000
<b>Due within one year</b>		
Amounts owed by group undertakings	5,660	5,660

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

#### 4. Share capital

	2016 £	2015 £
<b>Shares classified as equity</b>		
<b>Allotted, called up and fully paid</b>		
500,000 ordinary shares of £1 each	500,000	500,000
100 management shares of £1 each	100	100
450,000 5% cumulative preference shares of £1 each	450,000	450,000
	<u>950,100</u>	<u>950,100</u>

The capital of the Company is divided into the following types of shares:

##### Preference shares

Preference shares rank in priority to all other shares in regard to dividend and capital distributions.

##### Management shares

Management shares are entitled to three-fortieth parts of the profit of the Company in each year.

##### Ordinary shares

Ordinary shares are entitled to thirty seven-fortieth parts of the profit of the Company in each year.

The Directors have considered the accounting treatment of the 5% cumulative £1 preference shares and £1 management shares in relation to FRS102 Section 22: Liabilities and Equity, and are of the opinion that these shares are in substance an equity instrument and are accordingly disclosed as equity in the balance sheet. No dividends on the preference shares were declared or paid during the year (2015 - nil).

#### 5. Ultimate parent undertaking and controlling party

The Company's immediate parent undertaking is UDS Group Limited, a company registered in England and Wales. The Company's ultimate parent undertaking is HeidelbergCement AG, a company registered in Germany. The largest and smallest group in which the results of the Company are consolidated is that headed by HeidelbergCement AG. Copies of the consolidated financial statements of HeidelbergCement AG may be obtained from Berliner Strasse 6, D 69120 Heidelberg, Germany.