

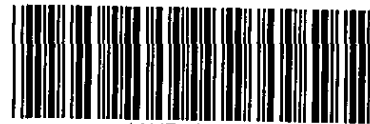
Registered number: 1020153

SITA Southern Limited

Directors' report and financial statements

for the year ended 31 December 2009

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SITA Southern Limited

Company Information

Directors	C Chapron D Palmer-Jones
Company secretary	J Knight
Company number	1020153
Registered office	SITA House Grenfell Road Maidenhead Berkshire SL6 1ES
Auditor	Ernst & Young LLP One Bridewell Street Bristol BS1 2AA

SITA Southern Limited

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SITA Southern Limited

Directors' report for the year ended 31 December 2009

The directors present their report and the financial statements for the year ended 31 December 2009

Principal activities

The company's principal activity during the year was the provision of waste treatment and disposal facilities. The company operates as part of the Treatment and Disposal division of the SITA Holdings UK Limited Group ("SITA Group"), the United Kingdom waste management business of GDF Suez SA.

Business review

The company's key financial and other performance indicators during the year were as follows

	2009	2008	
	£000	£000	Change
Turnover	2,495	9,091	-73%
Operating profit	2,057	1,482	+39%
Profit after tax	1,219	630	+93%
Shareholders deficit	(3,472)	(4,691)	+26%
Current assets as % of current liabilities	90%	98%	

The decrease in turnover is largely attributable to the closure of the Fair oak site in 2008. A change in the mix of the waste processed has also resulted in lower revenue being generated in 2009.

Operating profit improved in 2009 because of the reduced depreciation and other costs following the closure of the Fair Oak site, coupled with cost savings achieved as a result of the group's "no more waste" programme. The 2008 results were also heavily impacted by the £1.8m nuisance claim re the Fair Oak site which was settled in 2009.

Shareholders' deficit reduced due to the retained earnings for the year.

Results and dividends

The profit for the year, after taxation, amounted to £1,219,000 (2008 - £ 630,000).

The directors do not recommend the payment of a dividend (2008 - £nil).

Directors

The directors who served during the year were

C Chapron
D Palmer-Jones

No director who held office on 31 December 2009 had an interest in the company's shares either during the financial year or at 31 December 2009.

Directors' Indemnity

The company has granted indemnity to one or more of its directors against liabilities in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

Future developments

The directors expect that the company will continue to trade profitably and at similar volumes for the foreseeable future.

SITA Southern Limited

Directors' report for the year ended 31 December 2009

Going concern

The SITA group, along with its ultimate parent company GDF Suez SA, has considerable financial resources together with long term contracts with a number of customers across different geographic areas and within different sectors of the recycling industry. As a consequence, the directors believe that the SITA group is well placed to manage its business risks successfully despite the current uncertain economic outlook.

Having made enquiries, the directors have a reasonable expectation that the company and the group have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Environmental impact

The SITA group delivers sustainable and increasingly innovative solutions for the public, local government, industry and commerce, enabling our customers to minimise the impact of their waste on the environment.

At SITA, our vision is to get to a point where the majority of waste materials will have been reused, recycled or recovered for their energy content. We want to reach a stage where there is no longer any 'waste', because we recognise the intrinsic value of the materials we handle as a secondary resource.

2009 highlights

- We recycled and recovered over two million tonnes of the materials we handled
- We generated more than one million megawatt-hours of electricity from our landfill gas and energy-from-waste facilities
- We produced over 85,000 tonnes of compost

Principal risks and uncertainties

The SITA Group has established a risk committee that evaluates the main risks facing the Group and the measures in place to manage those risks. The principal risks and uncertainties facing the Group are broadly grouped as operational risks, competitive risks, legislative risks, health and safety risks and financial instrument risks.

Operational risks

The SITA Group's operations involve some major public sector contracts, ranging from periods of 7 to 25 years or more, where default on the contract may result in substantial compensation payments to the client.

Long-term contracts also expose the Group to the risk that the contract's revenue profile over the life of the contract may not be sufficient to compensate the Group for unforeseen cost increases, and hence losses may result. The Group has put in place rigorous tender approvals procedures to ensure all risks are properly considered. The Group's management and review procedures are aimed at ensuring any problems are identified at an early stage and steps are taken to mitigate any losses arising.

The success of the Group's operations is dependent upon the recruitment and retention of good quality staff. The Group's strategy seeks to make the SITA Group the preferred employer in the waste management sector through its employment policies.

Competitive risks

Part of the SITA Group's business involves contracts with local authorities which are subject to periodic competitive tender. Renewal of these contracts is uncertain and based on financial and performance criteria.

The remaining business relies upon short-term contracts and non-contractual business from industrial and commercial customers, which is subject to normal price competition in the open market.

**Directors' report
for the year ended 31 December 2009**

Principal risks and uncertainties (continued)

Legislative risks

The waste management business is subject to strict legislation and regulation. These standards are subject to continuous revision. Compliance with new standards can impose additional costs on the Group, and failure to comply could result in heavy penalties. The Group's management systems aim to ensure compliance with all relevant regulations.

Health and safety risks

The SITA Group acknowledges that its employees working within the waste management industry face significant potential hazards in their everyday work. The Group makes every effort to ensure that its Health and Safety policies are of the highest standard, are fit for purpose and are strictly adhered to on a daily basis.

Financial instrument risks

The Group has established a risk and financial management framework whose primary objectives are to protect the Group from events that hinder the achievement of the Group's performance objectives.

Use of derivatives

On certain major contracts, the SITA Group uses interest rate swaps in respect of the related funding to reduce exposure to interest rate movements.

Exposure to price, credit, liquidity and cash flow risk

Price risk arises on financial instruments because of changes in, for example, commodity prices or equity prices. The Group's major joint venture and associated investments, which the Group does not intend to sell in the short-term, are held at net asset value and are therefore not exposed to price risk.

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Group policies are aimed at minimising such losses, and require that deferred terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures.

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. Cash flow risk is the risk of exposure to variability of cash flows relating to a recognised asset or liability such as future interest payments on a variable rate debt. The Group produces long-term cash forecasts and monitors cash flows against these on a daily basis to ensure all financial obligations may be met as they fall due. Group funding requirements are periodically agreed with the Suez Group.

SITA Southern Limited

Directors' report for the year ended 31 December 2009

Statement of directors' responsibilities

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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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,
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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 2006. 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.

Provision of information to auditor

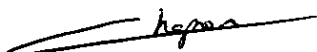
Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

Re-appointment of auditors

The re-appointment of auditors will be considered at the company's AGM.

This report was approved by the board on **29 JUN 2010** and signed on its behalf



C Chapron
Director

Independent auditor's report to the shareholders of SITA Southern Limited

We have audited the financial statements of SITA Southern Limited for the year ended 31 December 2009, which comprise the Profit and loss account, the Balance sheet and the related notes 1 to 23. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 Auditor's 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 auditor

As explained more fully in the Statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2009 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

SITA Southern Limited

Independent auditor's report to the shareholders of SITA Southern Limited

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Ernst & Young LLP

P Mapleston (Senior statutory auditor)
for and on behalf of
Ernst & Young LLP
Statutory auditor
Bristol

Date **29 JUN 2010**

SITA Southern Limited

**Profit and loss account
for the year ended 31 December 2009**

	Note	2009 £000	2008 £000
Turnover	1,2	2,495	9,091
Cost of sales		(250)	(5,476)
Gross profit		2,245	3,615
Administrative expenses		(188)	(2,133)
Operating profit	3	2,057	1,482
Interest receivable	5	93	623
Interest payable	6	(285)	(793)
Profit on ordinary activities before taxation		1,865	1,312
Tax on profit on ordinary activities	7	(646)	(682)
Profit for the financial year	16	1,219	630

All amounts relate to continuing operations

There were no recognised gains and losses for 2009 or 2008 other than those included in the Profit and loss account

The notes on pages 9 to 18 form part of these financial statements

SITA Southern Limited
Registered number: 1020153

Balance sheet
as at 31 December 2009

	Note	£000	2009 £000	As restated 2008 £000
Fixed assets				
Tangible fixed assets	8		2,936	3,052
Fixed asset investments	9		12	12
			<u>2,948</u>	<u>3,064</u>
Current assets				
Stocks	10	1	-	-
Debtors	11	13,087	14,113	14,113
		<u>13,088</u>	<u>14,113</u>	<u>14,113</u>
Creditors' amounts falling due within one year	12	(14,620)	(14,353)	(14,353)
Net current liabilities			<u>(1,532)</u>	<u>(240)</u>
Total assets less current liabilities			<u>1,416</u>	<u>2,824</u>
Provisions for liabilities				
Deferred tax	13	(92)	(242)	(242)
Other provisions	14	(4,796)	(7,273)	(7,273)
			<u>(4,888)</u>	<u>(7,515)</u>
Net liabilities			<u>(3,472)</u>	<u>(4,691)</u>
Capital and reserves				
Called up share capital	15		143	143
Profit and loss account	16		(3,615)	(4,834)
Shareholders' deficit	17		<u>(3,472)</u>	<u>(4,691)</u>

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

29 JUN 2010



C Chapron
Director

The notes on pages 9 to 18 form part of these financial statements

**Notes to the financial statements
for the year ended 31 December 2009**

1. Accounting policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

Comparative figures for the year ended 31 December 2008 have been restated to reflect a change in accounting treatment. Previously, the company capitalised as a fixed asset future revenues from the generation of electricity from landfill gas during the post closure period of a landfill site where contracts were in place for its sale.

Such future gas revenues are no longer included as tangible fixed assets, rather are included within the provision for environmental and landfill costs. The accounting treatment has been changed because the directors consider that the new policy gives a fairer presentation of the company's tangible fixed assets and is the policy adopted by other GDF Suez group companies as well as other UK companies who operate landfill sites.

This change in accounting treatment has resulted in the opening balances for land and buildings as well as provisions being restated. It does not impact the Profit and loss account and accordingly there is no requirement to restate the prior year Profit and loss account, or opening reserves.

At 31 December 2009 the company had net liabilities of £3,472,000 (2008 - £4,691,000). The directors are of the opinion that the going concern basis continues to be the appropriate basis for the preparation of the financial statements as a fellow group undertaking has confirmed its intention and ability to provide such financial support as may be necessary to allow the company to continue to operate as a going concern and to meet all of its obligations in full for the next twelve months from the date of approval of these financial statements. The company's parent company has also confirmed that the company will not be required to pay amounts due to other group undertakings unless the company has sufficient funds to pay other creditors in full.

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied. Revenue is measured at the fair value of the consideration received including landfill tax where appropriate, and exclusive of trade discounts, rebates, Value Added Tax and other sales taxes or duty.

1.4 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

**Notes to the financial statements
for the year ended 31 December 2009**

1. Accounting policies (continued)

1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Freehold property	-	50 years, straight line
Freehold property - landfill	-	On the basis of airspace used
Landfill engineering	-	On the basis of airspace used
Plant & machinery	-	3 - 10 years, straight line
Motor vehicles	-	3 - 8 years, straight line
Fixtures & fittings	-	3 - 5 years, straight line
Construction in progress	-	On completion of the asset

1.6 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate

1.7 Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads

1.8 Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exception

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the period in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

1.9 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

**Notes to the financial statements
for the year ended 31 December 2009**

1. Accounting policies (continued)

1.10 Provisions for environmental and landfill costs and landfill gas revenues

Provisions for environmental and landfill costs include provisions associated with the closure and post-closure of landfill sites. The company estimates its total future requirements for closure costs and for post-closure monitoring and maintenance of the site after the anticipated closure.

Closure costs

Provision is made for final capping and site inspection costs. These costs are incurred during the operating life of the site and the company provides for these costs as the permitted airspace is used.

Post closure costs

Provision is made for inspection, ground water monitoring, leachate management, methane gas control and recovery, and the operation and maintenance costs to be incurred during the period after the site closes.

Post-closure provisions have been shown at net present value. The current cost estimated has been inflated at 2.00% and discounted by between 2.48% and 5.93% (2008 - 4.59% and 4.70%). The unwinding of the discount element is shown in the financial statements as a financial item.

Future revenues from the generation of electricity from landfill gas during the post-closure period, where contracts are in place for its sale, are deducted from the provision balances and are discounted in line with the post-closure provision.

The company provides for both closure and post-closure costs as the permitted airspace is used. In accordance with Financial Reporting Standard 12 "Provisions, Contingent Liabilities and Contingent Assets", full provision has been made for the company's minimum unavoidable costs.

2. Turnover

The whole of the turnover is attributable to the principal activity of the company being the provision of waste treatment and disposal facilities.

All turnover arose within the United Kingdom.

3. Operating profit

The operating profit is stated after charging

	2009	<i>2008</i>
	£000	£000
Depreciation of tangible fixed assets		
- owned by the company	142	<i>1,246</i>
Operating lease rentals land and buildings	100	<i>100</i>
Profit on disposal of tangible fixed assets	-	<i>113</i>
	242	<i>1,459</i>

During the year, no director received any emoluments (2008 - £NIL) for services to this company.

For the year ended 31 December 2009 and the prior year, auditors' remuneration was borne by a fellow group company.

SITA Southern Limited

**Notes to the financial statements
for the year ended 31 December 2009**

4. Staff costs

Staff costs were as follows

	2009	2008
	£000	£000
Wages and salaries	91	137
Social security costs	12	20
Other pension costs	1	1
	<u>104</u>	<u>158</u>

The average monthly number of employees, including the directors, during the year was as follows

	2009	2008
	No	No
Operational	<u>4</u>	<u>7</u>

5. Interest receivable

	2009	2008
	£000	£000
Interest receivable from group companies	84	623
Other interest receivable	9	-
	<u>93</u>	<u>623</u>

6. Interest payable

	2009	2008
	£000	£000
Discount on provisions	204	224
On loans from group undertakings	81	569
	<u>285</u>	<u>793</u>

**Notes to the financial statements
for the year ended 31 December 2009**

7. Taxation

	2009	2008
	£000	£000
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profit for the year	459	362
Adjustments in respect of prior periods	337	29
Total current tax	<u>796</u>	<u>391</u>
Deferred tax		
Origination and reversal of timing differences	68	319
Adjustments in respect of prior periods	(218)	(28)
Total deferred tax (see note 13)	<u>(150)</u>	<u>291</u>
Tax on profit on ordinary activities	<u><u>646</u></u>	<u><u>682</u></u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2008 - *higher than*) the standard rate of corporation tax in the UK (28%) The differences are explained below

	2009	2008
	£000	£000
Profit on ordinary activities before tax	<u>1,865</u>	<u>1,312</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2008 - 28.5%)	522	374
Effects of:		
Expenses not deductible for tax purposes	5	313
Capital allowances for year in excess of depreciation	(25)	(280)
Adjustments to tax charge in respect of prior periods	337	29
Other timing differences	(43)	(45)
Current tax charge for the year (see note above)	<u><u>796</u></u>	<u><u>391</u></u>

Factors that may affect future tax charges

Announcements were made after the balance sheet date to changes in tax rates that will have an effect on future tax charges of the company. The change in the corporation tax rate from 28% to 24% reducing by 1% per annum has been announced but not substantively enacted. The company has not quantified the impact of this change on the deferred tax balance at this stage.

**Notes to the financial statements
for the year ended 31 December 2009**

8. Tangible fixed assets

	Land and buildings £000	Plant & machinery £000	Motor vehicles £000	Fixtures & fittings £000	Construc- tion in progress £000	Total £000
Cost						
At 1 January 2009 (as restated)	15,538	1,870	7	5	8	17,428
Additions	-	8	-	-	18	26
At 31 December 2009	15,538	1,878	7	5	26	17,454
Depreciation						
At 1 January 2009	13,865	499	7	5	-	14,376
Charge for the year	30	112	-	-	-	142
At 31 December 2009	13,895	611	7	5	-	14,518
Net book value						
At 31 December 2009	1,643	1,267	-	-	26	2,936
At 31 December 2008 (as restated)	1,673	1,371	-	-	8	3,052

The net book value of land and buildings may be analysed as follows

	2009 £000	2008 £000
Freehold land and buildings	10	40
Freehold land - landfill	-	-
Landfill engineering	1,633	1,633
	1,643	1,673

9. Fixed asset investments

	Shares in group under- takings £000	Shares in joint venture under- takings £000	Total £000
Cost or valuation			
At 1 January 2009 and 31 December 2009	594	12	606
Impairment			
At 1 January 2009 and 31 December 2009	594	-	594
Net book value			
At 31 December 2009	-	12	12
At 31 December 2008	-	12	12

**Notes to the financial statements
for the year ended 31 December 2009**

9. Fixed asset investments (continued)

Joint venture undertaking

The company owns 50% of the ordinary share capital of Lidsey Landfill Limited. This company operates a landfill site and is registered in England & Wales.

Subsidiary undertaking

The company owns 100% of the issued share capital of Sandy Cross Sand Company Limited, a dormant company registered in England & Wales.

10. Stocks

	2009 £000	2008 £000
Raw materials	1	-

11. Debtors

	2009 £000	2008 £000
Amounts owed by group undertakings	12,534	13,490
Prepayments and accrued income	553	623
	<u>13,087</u>	<u>14,113</u>

**12 Creditors:
Amounts falling due within one year**

	2009 £000	2008 £000
Trade creditors	30	46
Amounts owed to group undertakings	13,264	13,183
Corporation tax	459	362
Social security and other taxes	23	48
Other creditors	1	-
Accruals and deferred income	843	714
	<u>14,620</u>	<u>14,353</u>

SITA Southern Limited

**Notes to the financial statements
for the year ended 31 December 2009**

13. Deferred taxation

	2009 £000	2008 £000
At beginning of year	242	(49)
(Released during)/charge for year	(150)	291
At end of year	<u>92</u>	<u>242</u>

The provision for deferred taxation is made up as follows

	2009 £000	2008 £000
Accelerated capital allowances	(437)	(534)
Other timing differences	345	292
	<u>(92)</u>	<u>(242)</u>

14. Provisions

	Environ- mental and landfill costs £000	Other provisions £000	Total £000
At 1 January 2009 (as restated)	5,489	1,784	7,273
Additions	13	-	13
Amounts used	(748)	(1,784)	(2,532)
Change in discount rate	(162)	-	(162)
Unwinding of provision	204	-	204
At 31 December 2009	<u>4,796</u>	<u>-</u>	<u>4,796</u>

Environmental and landfill costs

The provision for environmental and landfill costs has been calculated in accordance with the accounting policy set out in note 1 10

Other provisions

This provision relates to a nuisance claim made against the company regarding the landfill site at Fair Oak The claim was settled in July 2009

15. Share capital

	2009 £000	2008 £000
Allotted, called up and fully paid		
143,000 ordinary shares of £1 each	<u>143</u>	<u>143</u>

SITA Southern Limited

**Notes to the financial statements
for the year ended 31 December 2009**

16. Reserves

	Profit and loss account £000
At 1 January 2009	(4,834)
Profit for the year	1,219
	<hr/>
At 31 December 2009	(3,615)
	<hr/> <hr/>

17. Reconciliation of movement in shareholders' deficit

	2009 £000	2008 £000
Opening shareholders' deficit	(4,691)	(5,321)
Profit for the year	1,219	630
	<hr/>	<hr/>
Closing shareholders' deficit	(3,472)	(4,691)
	<hr/> <hr/>	<hr/> <hr/>

18. Contingent liabilities

The company has provided unsecured guarantees to third parties in respect of restoration and performance bonds. At 31 December 2009, guarantees outstanding amounted to £4,004,000 (2008 - £3,844,000)

19. Capital commitments

At 31 December 2009 the company had capital commitments as follows

	2009 £000	2008 £000
Contracted for but not provided in these financial statements	42	-
	<hr/> <hr/>	<hr/> <hr/>

20. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £1,000 (2008 - £1,000)

21. Operating lease commitments

At 31 December 2009 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings 2009 £000	2008 £000
Expiry date:		
After more than 5 years	100	100
	<hr/> <hr/>	<hr/> <hr/>

**Notes to the financial statements
for the year ended 31 December 2009**

22. Related party transactions

Under the provisions of Financial Reporting Standard 8, the company is not required to disclose details of related party transactions with Group entities as it is a wholly owned subsidiary, and the consolidated financial statements in which the company results are included are available to the public

23. Ultimate parent undertaking and controlling party

At the year end the ultimate parent undertaking was GDF Suez SA, a company incorporated in France

The largest group of which SITA Southern Limited is a member and for which group financial statements are drawn up is that headed by GDF Suez SA, whose consolidated financial statements are available from 72 avenue de la Liberté, 92022, Nanterre, Cedex,, France The smallest such group is that headed by SITA Holdings UK Limited, a company registered in England & Wales The consolidated financial statements of the SITA Holdings UK Limited Group may be obtained from SITA House, Grenfell Road, Maidenhead, Berkshire, SL6 1ES

In the opinion of the directors, SITA Holdings UK Limited controls the company as a result of controlling 100% of the issued share capital of SITA Southern Limited At the year end GDF Suez SA was the ultimate controlling party, being the ultimate controlling party of SITA Holdings UK Limited