

**DIRECTORS' REPORT AND ACCOUNTS**

**WHITBY PORT SERVICES LIMITED**  
(Registered Number 1597957)

**31 DECEMBER 1999**



# **WHITBY PORT SERVICES LIMITED**

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 1999**

The directors present their report and the audited accounts of the company for the year ended 31 December 1999.

### **PRINCIPAL ACTIVITY**

The principal activity of the company continues to be that of ships' agents and wharfingers.

### **RESULTS AND DIVIDENDS**

The company incurred a loss after taxation of £126,197 for the year. The directors do not recommend payment of a dividend.

### **REVIEW OF BUSINESS**

Trading conditions still remain difficult throughout the year under review.

### **FUTURE DEVELOPMENTS**

The port facilities will continue to be vigorously marketed with a view to attracting new business as well as additional work from the British Steel/Hoogovens merger. The company's immediate parent undertaking (Associated British Ports) is supporting the company's continuing operations as set out in note 15 to the accounts.

### **DIRECTORS**

The directors who held office during the year were as follows:

M G Fell	(Resigned 1 December 1999)
M E Robinson	
I D Davies	(Resigned 1 December 1999)
R J Adam	(Appointed 1 December 1999)

The directors are no longer required to retire by rotation.

# WHITBY PORT SERVICES LIMITED

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 1999 (continued)

### DIRECTORS' SHARE INTERESTS

No director had any beneficial interest in the shares of the company during the year. The beneficial, including family, interests of the directors in the share capital of Associated British Ports Holdings PLC are shown below:

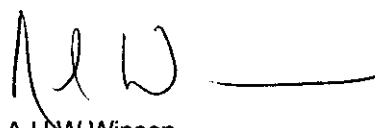
	Ordinary Shares of 25p each		Ordinary Shares of 25p each held by the Trustees of the Employee Share Ownership Scheme		Ordinary Shares of 25p each subject to Options under the Savings-Related and Executive Share Option Schemes	
	<u>1999</u>	<u>1998</u>	<u>1999</u>	<u>1998</u>	<u>1999</u>	<u>1998</u>
M E Robinson	-	-	1,022	432	55,668	15,000
	=====	=====	=====	=====	=====	=====

The shareholdings of R J Adam are disclosed in the accounts of Associated British Ports Holdings PLC.

### ELECTIVE RESOLUTIONS AND AUDITORS

The company has, by Elective Resolutions, resolved to dispense with the need to lay Reports and Accounts before the members of the company in General Meeting, to hold Annual General Meetings and to re-appoint auditors annually. Accordingly, PricewaterhouseCoopers, who have indicated their willingness to do so, will continue in office as auditors of the company.

By Order of the Board



A H W Winson  
Secretary  
22 February 2000

Registered Office

150 Holborn  
LONDON  
EC1N 2LR

## **WHITBY PORT SERVICES LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE PREPARATION OF FINANCIAL STATEMENTS**

Company law 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 confirm that the financial statements comply with the above requirements. The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

**REPORT OF THE AUDITORS  
TO THE MEMBERS OF WHITBY PORT SERVICES LIMITED**

We have audited the financial statements on pages 5 to 12 which have been prepared under the historical cost convention, and the accounting policies set out on page 7.

**Respective responsibilities of directors and auditors**

The directors are responsible for preparing the Annual Report. As described on page 3, this includes responsibility for preparing the financial statements in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

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 United Kingdom Companies Act. 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 director's remuneration and transactions is not disclosed.

**Basis of opinion**

We conducted our audit in accordance with 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 circumstances of the company, 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 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 financial statements give a true and fair view of the state of the company's affairs at 31 December 1999 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
London

22 February 2000

**WHITBY PORT SERVICES LIMITED****PROFIT AND LOSS ACCOUNT FOR THE  
YEAR ENDED 31 DECEMBER 1999**

	<u>Notes</u>	<u>1999</u> <u>£'000</u>	<u>1998</u> <u>£'000</u>
<b>TURNOVER – CONTINUING OPERATIONS</b>	1 (2)	813	886
Cost of sales		<u>(776)</u>	<u>(768)</u>
<b>GROSS PROFIT</b>		37	118
Administrative expenses		<u>(196)</u>	<u>(212)</u>
<b>OPERATING LOSS – CONTINUING OPERATIONS</b>	2	(159)	(94)
Interest	4	<u>(24)</u>	<u>(34)</u>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(183)	(128)
Taxation	5	<u>56</u>	<u>30</u>
<b>LOSS FOR THE YEAR</b>		(127)	(98)
<b>RESERVES BROUGHT FORWARD – DEFICIT</b>		<u>(582)</u>	<u>(484)</u>
<b>RESERVES CARRIED FORWARD – DEFICIT</b>		<u>(709)</u> =====	<u>(582)</u> =====

There are no recognised gains or losses other than the loss attributable to shareholders of the company of £126,197 in the year ended 31 December 1999 and of £98,000 in the year ended 31 December 1998.

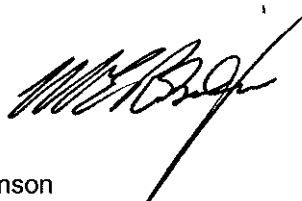
The notes on pages 7 to 12 form part of these accounts.

# WHITBY PORT SERVICES LIMITED

## BALANCE SHEET - 31 DECEMBER 1999

	<u>Notes</u>	<u>1999</u> £'000	<u>1998</u> £'000
<b>FIXED ASSETS</b>			
Tangible operating assets	6	659	722
<b>CURRENT ASSETS</b>			
Stores and materials	7	10	10
Debtors	8	191	192
Cash at bank and in hand		<u>192</u>	<u>160</u>
		393	362
<b>CREDITORS (due within one year)</b>	9	<u>(1,581)</u>	<u>(1,478)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(1,188)</u>	<u>(1,116)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		(529)	(394)
<b>PROVISIONS FOR LIABILITIES AND CHARGES</b>	10	-	-
<b>DEFERRED INCOME</b>	11	<u>(180)</u>	<u>(188)</u>
<b>NET LIABILITIES</b>		<u>(709)</u>	<u>(582)</u>
		=====	=====
<b>CAPITAL AND RESERVES</b>			
Issued share capital	12	-	-
Profit and loss account		<u>(709)</u>	<u>(582)</u>
<b>EQUITY SHAREHOLDERS' FUNDS - DEFICIT</b>	13	<u>(709)</u>	<u>(582)</u>
		=====	=====

The notes on pages 7 to 12 form part of these accounts.



M E Robinson

DIRECTOR

APPROVED BY THE BOARD  
ON 22 FEBRUARY 2000

# WHITBY PORT SERVICES LIMITED

## NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

### 1 ACCOUNTING POLICIES

#### (1) Basis of preparation

The financial statements have been prepared on a going concern basis in accordance with applicable accounting standards and under the historical cost convention.

#### (2) Turnover

Turnover relates to the company's principal activity and originates wholly within the UK.

#### (3) Operating leases

Amounts payable in respect of operating leases are charged to the profit and loss account.

#### (4) Fixed assets - tangible operating assets

Tangible operating assets are included at cost.

Depreciation is provided on the straight line method by reference to the expected useful lives of the various types of asset.

The asset lives used are:

Short leasehold property	- over life of lease
Motor vehicles	- 3 to 4 years
Plant, fixtures and equipment	- 3 to 15 years

Capital investment grants are credited to profit and loss account over the useful lives of the assets concerned. The balance of such grants not yet transferred to profit and loss account is included as deferred income.

#### (5) Stores and materials

Stores and materials are valued at the lower of cost and net realisable value.

#### (6) Deferred taxation

Deferred taxation is only provided on timing differences when it is expected that the potential tax liability will be payable in the foreseeable future.

#### (7) Retirement benefits

Contributions to the Whitby Port Services Life and Pension Scheme and the Slaters Transport Life and Pension Scheme are charged to the profit and loss account in the period for which they become payable.

#### (8) Cash flows

The company is not required by FRS1 to produce a statement of cash flows as the results of the company are consolidated into the accounts of Associated British Ports Holdings PLC.



# WHITBY PORT SERVICES LIMITED

## NOTES TO THE ACCOUNTS - 31 DECEMBER 1999 (continued)

### 2 LOSS BEFORE INTEREST AND TAXATION

	<u>1999</u> £'000	<u>1998</u> £'000
Loss before interest and taxation is stated after charging:		
Wages and salaries	171	154
Social security costs	11	10
Other pension costs	1	2
Depreciation	55	63
Operating lease rentals	5	12
Auditors' remuneration – statutory audit	2	2
	=====	=====

### 3 DIRECTORS AND EMPLOYEES

#### (1) Directors' emoluments

	<u>1999</u> £'000	<u>1998</u> £'000
Management remuneration	12	12
	=====	=====

#### (2) Staff numbers

The average number of persons employed by the company during the year, including directors, was as follows:

	<u>1999</u> Number	<u>1998</u> Number
Management	1	1
Administration	2	2
Other	<u>4</u>	<u>4</u>
	7	7
	=====	=====

#### (3) Retirement benefits

Certain of the company's employees are eligible for membership of the Whitby Port Services Life and Pension Scheme or the Slaters Transport Life and Pension Scheme. The schemes are defined contribution money purchase schemes and their assets are held in separate trustee administered funds.

The total pension cost for the company under these schemes in respect of the period was £1,262 (1998: £1,760).

# WHITBY PORT SERVICES LIMITED

## NOTES TO THE ACCOUNTS - 31 DECEMBER 1999 (continued)

### 4 INTEREST

	1999 £'000	1998 £'000
Interest receivable from parent undertaking	9	8
Interest payable to parent undertaking	(33)	(42)
	(24)	(34)
	=====	=====

### 5 TAXATION

	1999 £'000	1998 £'000
Based on the loss on ordinary activities for the year:		
Group relief receivable at 30.25% (1998 - 31%)	(56)	(40)
Prior year adjustment	-	10
	(56)	(30)
	=====	=====

### 6 TANGIBLE OPERATING ASSETS

	Short leasehold property £'000	Plant, fixtures and equipment £'000	Total £'000
<b><u>Cost</u></b>			
At 1 January 1999	609	736	1,345
Disposals	-	(114)	(114)
At 31 December 1999	609	622	1,231
	=====	=====	=====
<b><u>Depreciation</u></b>			
At 1 January 1999	97	526	623
Charge for the year	28	27	55
Disposals	-	(106)	(106)
At 31 December 1999	125	447	572
	=====	=====	=====
<b><u>Net book amount</u></b>			
At 31 December 1999	484	175	659
	=====	=====	=====
At 31 December 1998	512	210	722
	=====	=====	=====

# WHITBY PORT SERVICES LIMITED

## NOTES TO THE ACCOUNTS - 31 DECEMBER 1999 (continued)

### 7 STORES AND MATERIALS

	<u>1999</u> £'000	<u>1998</u> £'000
Spares	10	10
	=====	=====

### 8 DEBTORS (due within one year)

	<u>1999</u> £'000	<u>1998</u> £'000
Trade debtors	107	116
Group tax relief receivable	56	40
Other debtors	20	20
Prepayments and accrued income	8	16
	<u>191</u>	<u>192</u>
	=====	=====

### 9 CREDITORS (due within one year)

	<u>1999</u> £'000	<u>1998</u> £'000
Trade creditors	71	6
Amounts owed to group undertakings	1,457	1,404
Other creditors	2	5
Other taxation and social security	5	3
Accruals	46	60
	<u>1,581</u>	<u>1,478</u>
	=====	=====

### 10 DEFERRED TAXATION

	<u>1999</u>		<u>1998</u>	
	Provided in the accounts £'000	Potential full provision £'000	Provided in the accounts £'000	Potential full provision £'000
Arising in respect of capital allowances	-	17	-	89
	=====	=====	=====	=====

In the directors' opinion no provision is required for deferred taxation due to losses available in other group undertakings for future group relief purposes.

# WHITBY PORT SERVICES LIMITED

## NOTES TO THE ACCOUNTS - 31 DECEMBER 1999 (continued)

### 11 DEFERRED INCOME

	<u>1999</u> <u>£'000</u>	<u>1998</u> <u>£'000</u>
Grants receivable	200	200
Credited to profit and loss account	(20)	(12)
	<u>      </u>	<u>      </u>
Balance not yet credited to profit and loss account at 31 December	180	188
	<u>=====</u>	<u>=====</u>

### 12 ISSUED SHARE CAPITAL

	<u>1999</u>	<u>1998</u>
Authorised		
100 Ordinary shares of £1 each	£100	£100
	<u>=====</u>	<u>=====</u>
Issued, called up and fully paid		
2 Ordinary shares of £1 each	£2	£2
	<u>=====</u>	<u>=====</u>

### 13 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<u>1999</u> <u>£'000</u>	<u>1998</u> <u>£'000</u>
Loss for the year	(127)	(98)
Net decrease in shareholders' funds	(127)	(98)
Shareholders' funds at 1 January - deficit	(582)	(484)
	<u>      </u>	<u>      </u>
Shareholders' funds at 31 December - deficit	(709)	(582)
	<u>=====</u>	<u>=====</u>

### 14 FINANCIAL COMMITMENTS

	<u>1999</u> <u>£'000</u>	<u>1998</u> <u>£'000</u>
<b>Capital expenditure</b>		
Contracted but not provided for in these accounts at 31 December	-	-
	<u>=====</u>	<u>=====</u>

#### Operating leases

Commitments during the next financial year in respect of operating lease payments (land and buildings - nil) are as follows:

Other leases		
Leases which expire within 1 year	-	2
Leases which expire between 1 and 5 years	-	-
	<u>=====</u>	<u>=====</u>

## WHITBY PORT SERVICES LIMITED

### NOTES TO THE ACCOUNTS - 31 DECEMBER 1999 (continued)

#### 15 ULTIMATE PARENT UNDERTAKING

The company's ultimate parent undertaking is Associated British Ports Holdings PLC. The company's immediate parent undertaking is Associated British Ports which has informed the company that it is its present intention to procure finance for its continued operations. Accordingly the financial statements of the company have been drawn up on the going concern basis.

The company has taken advantage of the exemption offered by FRS8 not to disclose transactions with other group companies.

*Copies of the group accounts can be obtained from:*

Associated British Ports Holdings PLC  
150 Holborn  
London  
EC1N 2LR