

# **Biwater Industries Limited**

## **Directors' Report and Financial Statements Year ended 31 March 2012**

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31/01/2013

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COMPANIES HOUSE

Registration number 3107022

## **Company Information**

### **Board of Directors**

A E White  
J S Lamb

### **Company Secretary**

J S Lamb

### **Auditors**

BDO LLP

### **Principal bankers**

HSBC Bank Plc

### **Registered office**

Biwater House  
Station Approach  
Dorking  
Surrey  
RH4 1TZ

### **Registered in England and Wales**

Company Number 3107022

# **Biwater Industries Limited**

## **Report of the directors**

The directors submit their report and the audited financial statements of the company for the year ended 31 March 2012

### **Principal activities**

The principal activity of the Company is to run out its remaining debtors and creditors at which point it will become a dormant company

### **Results and dividends**

The result for the year was a profit transferred to reserves of £84,867 (2011 loss £6,000) The profit and loss account is shown on page 6

The directors do not recommend the payment of a dividend (2011 £Nil)

### **Directors**

The directors who served during the year and up to the date of signing the financial statements were Mr J S Lamb and Mr A E White Mr J S Lamb was appointed on 20 December 2012 Mr M R A Duffy resigned on 20 December 2012

The ultimate parent undertaking maintains a directors' and officers' insurance policy as permitted by the Companies Act 2006

### **Independent auditors**

The auditors, BDO LLP, have indicated their willingness to continue in office and a resolution that they be reappointed will be proposed at the forthcoming Annual General Meeting

### **Small companies' exemption**

The report has been prepared in accordance with the special provisions of the Companies Act 2006 relating to small companies

By order of the board



J S Lamb  
Director

30 January 2013

# **Biwater Industries Limited**

## **Statement of directors' responsibilities**

The directors are responsible for preparing the annual 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 group and company 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 group and company and of the profit or loss of the group for that period.

In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting 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.

The directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### **Statement as to disclosure of information to the auditors**

So far as each director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's auditors are unaware and each director has taken all the steps that he ought to have taken in his duty as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

# Independent auditors' report to the members of Biwater Industries Limited

We have audited the financial statements of Biwater Industries Limited for the year ended 31 March 2012 which comprise the profit and loss account, the balance sheet and related notes. 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 auditors

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 and express an opinion on 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 (APB's) Ethical Standards for Auditors.

## Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at [www.frc.org.uk/apb/scope/private.cfm](http://www.frc.org.uk/apb/scope/private.cfm).

## 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 March 2012 and of the company's 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.

## Opinion on other matters 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 by the company, or returns adequate for our audit have not been received from branches not visited by us, or
- the company 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, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime.



Kevin Cook (senior statutory auditor)  
For and on behalf of BDO LLP, statutory auditor  
Gatwick, United Kingdom

Date 30 January 2013

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

# Biwater Industries Limited

## Profit and loss account Year ended 31 March 2012

		Year ended 31/3/12	Year ended 31/3/11
	Note	£000	£000
<b>Operating profit/(loss)</b>			
Discontinued operations	1	86	(6)
<b>Profit/(loss) on ordinary activities before taxation</b>		86	(6)
Taxation	2	(1)	-
<b>Profit/(loss) for the financial year</b>	6	85	(6)

There were no recognised gains or losses other than the profit for the financial period

The notes on pages 8 to 11 form part of these accounts

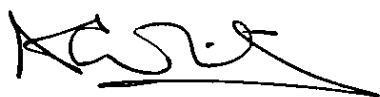
# Biwater Industries Limited

## Balance sheet As at 31 March 2012

		31/3/12		31/3/11	
	Note	£000	£000	£000	£000
<b>Current assets</b>					
Debtors	3	26		27	
<b>Creditors</b> amounts falling due within one year	4	<u>(4,109)</u>		<u>(4,195)</u>	
<b>Net current liabilities</b>			<u>(4,083)</u>		<u>(4,168)</u>
<b>Net liabilities</b>			<u>(4,083)</u>		<u>(4,168)</u>
<b>Capital and reserves</b>					
Called up share capital	5	1,036		1,036	
Profit and loss account	6	<u>(5,119)</u>		<u>(5,204)</u>	
<b>Total shareholders' deficit</b>	6		<u>(4,083)</u>		<u>(4,168)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

Approved by the board on 30 January 2013 and signed on its behalf by



**A E White**  
Director

Company registration number 3107022

The notes on pages 8 to 11 form part of these accounts

# **Biwater Industries Limited**

## **Notes to the financial statements**

### **Accounting policies**

#### **Basis of accounting**

The financial statements have been prepared in accordance with applicable accounting standards and the Companies Act 2006 on the going concern basis as the ultimate parent undertaking has confirmed that it currently intends to continue to provide financial support for the foreseeable future to enable the company to meet its liabilities as they fall due

#### **Going concern**

In determining the appropriate basis of preparation of these financial statements, the directors are required to consider whether the company can continue in operational existence for the foreseeable future

The directors have prepared detailed cash flow projections to March 2014 that indicate the company, as at the date of approval of these financial statements, will have adequate cash resources available to it for the foreseeable future. Furthermore, the directors do not regard the projections as containing any material uncertainties as at the date of these financial statements. Even considering the nature of the international contracting business whereby the timing, quantum and funding under long term contracts could alter unexpectedly the directors have calculated various worse case scenario outcomes and are confident that there is adequate head-room in the company's cash resources. As such the directors have a reasonable expectation that the company will be able to meet its liabilities, as they fall due, for the foreseeable future

On this basis the directors consider it appropriate to prepare the company's financial statements on a going concern basis

#### **Accounting convention**

The financial statements are prepared under the historical cost convention and using the following accounting policies which have been applied consistently

#### **Foreign currencies**

Monetary assets, liabilities, profits and losses in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date or at the contract rate. Exchange differences arising in the ordinary course of business are included in the profit and loss account



# Biwater Industries Limited

## Notes to the financial statements

	Year ended 31/3/12 Discontinued Operations £000	Year ended 31/3/11 Discontinued Operations £000
<b>1 Operating profit/(loss)</b>		
Operating profit/(loss) is stated after charging		
Other external income	48	2
Exchange differences	38	(8)
<b>Operating profit/(loss)</b>	<b>86</b>	<b>(6)</b>

There are no employees in the company (2011 Nil)

The auditors' remuneration for the year was borne by Biwater Holdings Limited, the ultimate parent company

The emoluments of the directors were paid by the ultimate parent company which made no recharge to the company. The directors are directors of the ultimate parent company and a number of fellow subsidiaries and their total emoluments are included in the aggregate of directors' emoluments disclosed in the 2012 financial statements of the ultimate parent company

	Year ended 31/3/12 Discontinued Operations £000	Year ended 31/3/11 Discontinued Operations £000
<b>2 Taxation</b>		
UK Corporation tax charge for the year	(1)	-
The tax assessed for the year is lower than (2011 lower than) the standard rate of corporation tax in the UK (26%) The differences are explained below -		
Profit/(loss) on ordinary activities before tax	86	(6)
Standard rate of corporation tax in UK 26% (2011 28%)	(22)	2
Effects of		
Expenses not deductible for tax purposes	8	(2)
Accelerated capital allowances and other timing differences	13	-
	<b>(1)</b>	<b>-</b>

Factors that may affect future tax charges

No deferred tax asset has been recognised, the amount unprovided at 31 March 2012 is £10,306 (2011 £23,011)

# Biwater Industries Limited

## Notes to the financial statements continued

	31/3/12 £000	31/3/11 £000
<b>3 Debtors</b> amounts falling due within one year		
Amounts owed by group undertakings	-	-
Group relief receivable	26	27
	<b>26</b>	<b>27</b>

Amounts owed by group undertakings of £47,000 (2010 £47,000) are stated net of a provision of £47,000 (2010 £47,000)

	31/3/12 £000	31/3/11 £000
<b>4 Creditors</b> amounts falling due within one year		
Amounts owed to group undertakings	4,063	4,195
Accruals	46	-
	<b>4,109</b>	<b>4,195</b>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand

	31/3/12 £000	31/3/11 £000
<b>5 Called up share capital</b>		
Allotted and fully paid		
1,036,000 Ordinary shares of £1 each	1,036	1,036

## **6 Combined statement of movements in shareholders' funds and statement of movements on reserves**

	Share capital £000	Profit and loss account £000	Total 2012 £000	Total 2011 £000
Balance at 1 April	1,036	(5,204)	(4,168)	(4,162)
Profit/(loss) for the financial year	-	85	85	(6)
Balance at 31 March	1,036	(5,119)	(4,083)	(4,168)

## **7 Related party transactions**

Advantage has been taken of the exemption given in FRS 8 – Related Party Disclosures to wholly owned subsidiaries, not to provide details of transactions and balances with other group members of the Biwater Holdings Limited group. The ultimate parent is Biwater Holdings Limited whose accounts are publicly available.

# **Biwater Industries Limited**

## **Notes to the financial statements continued**

### **8 Cash flow statement**

The company is exempt from producing a cash flow statement under FRS 1 (revised 1996) – Cash Flow Statements being a wholly owned subsidiary of Biwater Holdings Limited, whose accounts, which are publicly available, include a consolidated cash flow statement

### **9 Ultimate parent undertaking**

Biwater Industries Limited is wholly owned by Biwater Holdings Limited which is registered in England and Wales. Biwater Holdings Limited is the only company that consolidates the results of Biwater Industries Limited and is the ultimate parent undertaking. Copies of its consolidated accounts can be obtained from the Company Secretary, Biwater Holdings Limited, Biwater House, Station Approach, Dorking, Surrey, RH4 1TZ. The ultimate controlling party of Biwater Holdings Limited is Mr A E White.