Company No. 3595980

HLC WASTE MANAGEMENT SERVICES LIMITED

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2001

CONTENTS

| Page | |
|------|----------------------|
| 1 | Auditors' report |
| 2 | Balance sheet |
| 3-4 | Notes to the account |

A41 **ASY9HB1H** 0604 COMPANIES HOUSE 23/05/02

Moore Stephens Chartered Accountants Birmingham

INDEPENDENT AUDITORS' REPORT TO HLC WASTE MANAGEMENT SERVICES LIMITED UNDER SECTION 247B OF THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages 2 to 4, together with the financial statements of the company for the year ended 31st December 2001 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Act to the registrar and whether the accounts to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

Basis of opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246(5) and (6) of the Companies Act 1985, and the abbreviated accounts on pages 2 to 4 are properly prepared in accordance with those provisions.

MOORE STEPHENS

CHARTERED ACCOUNTANTS and REGISTERED AUDITOR

Charterhouse Legge Street Birmingham B4 7EU

2 0 MAY 2002

HLC WASTE MANAGEMENT SERVICES LIMITED

ABBREVIATED BALANCE SHEET

31ST DECEMBER 2001

| | 2001 £ | | 2000 £ | |
|---|--------------|----------|----------------|---------|
| FIXED ASSETS Tangible assets | | 1644 | | 2375 |
| CURRENT ASSETS Debtors Cash at bank and in hand | 3556 2444 | | 29588 85323 | |
| | 6000 | | 114911 | |
| CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | | | |
| Creditors | 12106 | | 24352 | |
| Amounts due to group undertakings | 116365 | | 91526 | |
| | 128471 | | 115878 | |
| NET CURRENT LIABILITIES | | (122471) | | (967) |
| TOTAL ASSETS LESS CURRENT | | | | |
| LIABILITIES | : | (120827) | a | 1408 |
| CAPITAL AND RESERVES | | | | |
| Share capital | | 30000 | | 30000 |
| Profit and loss account | | (150827) | - | (28592) |
| | | (120827) | = | 1408 |
| | | | - | |

The accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

These accounts were approved by the Board on

2 0 MAY 2002

H.L. CARVALHO X

MIRECTOR

HLC WASTE MANAGEMENT SERVICES LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2001

1. PRINCIPAL ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention, and on a going concern basis, which is dependent on the continued support of the parent undertaking.

Turnover

Turnover represents the invoiced value of services and goods supplied excluding value added tax.

Fixed assets and depreciation

Fixed assets are depreciated over their estimated useful lives using the following rates:-

Office equipment

33% Straight line

Deferred taxation

Deferred taxation is calculated under the liability method. Taxation deferred or accelerated by reason of material timing differences is accounted for if such liability is expected to arise in the foreseeable future.

| 2. | CALLED UP SHARE CAPITAL | 2001 £ | 2000 £ |
|----|------------------------------------|-----------|-----------|
| | Ordinary shares of £1 each:- | - | - |
| | Authorised | 500000 | 500000 |
| | Allotted, called up and fully paid | 30000 | 30000 |
| | | | |

On 16th April 2002, 120,000 ordinary shares were issued at par for cash to provide additional working capital.

HLC WASTE MANAGEMENT SERVICES LIMITED

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2001

3. TANGIBLE FIXED ASSETS

| | £ |
|-------------------------|--|
| COST | |
| At 31st December 2000 | 2515 |
| Additions | 2466 |
| Disposals | (2515) |
| At 31st December 2001 | 2466 |
| AMOUNTS WRITTEN OFF | |
| At 31st December 2000 | 140 |
| Adjustments on disposal | (978) |
| Charge for the year | 1660 |
| At 31st December 2001 | 822 |
| NET BOOK VALUE | |
| At 31st December 2001 | 1644 |
| At 31st December 2000 | 2375 |
| | —————————————————————————————————————— |

4. ULTIMATE PARENT UNDERTAKING

The company's ultimate parent undertaking is Spire Investments Limited, a company registered in Guernsey.