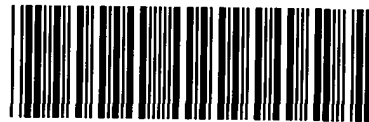


ACCORD LIMITED

Report and Financial Statements

Year ended 31 December 2014

TUESDAY



L46QIH6Z

LD4

05/05/2015

#42

COMPANIES HOUSE

ANNUAL REPORT AND FINANCIAL STATEMENTS
For the year ended 31 December 2014

CONTENTS	Page
Strategic report	1
Report of the Directors	2
Statement of Directors' responsibilities	3
Report of the independent auditor	4
Profit and loss account	5
Balance sheet	6
Notes forming part of the financial statements	7 - 13

DIRECTORS

M Ewell
A Nelson

COMPANY SECRETARY

Sherard Secretariat Services Limited

REGISTERED OFFICE

The Sherard Building
Edmund Halley Road
Oxford
OX4 4DQ

COMPANY NUMBER

03693911

AUDITOR

Deloitte LLP
Abbots House
Abbey Street
Reading
Berkshire
RG1 3BD
United Kingdom

STRATEGIC REPORT
For the year ended 31 December 2014

The Directors present their Strategic report for the year ended 31 December 2014.

PRINCIPAL ACTIVITIES

The Company's principal activity during the year is that of a holding company. There have been no changes in the Company's activities in the year under review.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The profit and loss account for the year is set out on page 5 and shows turnover of £nil (2013 - £nil) and a loss after tax of £515,000 (2013 – £1,932,000 loss).

The balance sheet of the Company is shown on page 6.

There have been no events since the balance sheet date which materially affect the position of the Company.

KEY PERFORMANCE INDICATORS

The Company's principal key performance indicators is profit before tax which is shown in the profit and loss account for the year set out on page 5.

PRINCIPAL RISKS & UNCERTAINTIES

The Company's risks and other key performance indicators are reported and managed on a Divisional basis. To gain a further understanding of this business, details of the Divisional reviews are contained in the Report and Financial Statements of the intermediate parent undertaking, Amey UK plc ("the Group"), for the year ended 31 December 2014. The Company is a member of the Central Services Division of the Group.

On behalf of the Board

A handwritten signature in black ink, appearing to be 'Mel Ewell', written over a horizontal line.

Mel Ewell
Director

29 April 2015

REPORT OF THE DIRECTORS
For the year ended 31 December 2014

The Directors present their report with the audited financial statements for the year ended 31 December 2014.

DIRECTORS

The Directors of the Company during the year, and up to date of this report, were:

M Ewell
A Nelson

GOING CONCERN

After making enquiries, and based on the assumptions outlined in note 1 to the financial statements, the Directors have concluded that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

DIVIDENDS

No dividends were paid during the year (2013 - £nil). The Directors do not recommend the payment of a final dividend.

AUDITOR

Deloitte LLP has been appointed as Auditor and has expressed their willingness to continue in office as auditor. In accordance with s487 of the Companies Act 2006, Deloitte LLP will be re-appointed as Auditor to the Company for the year to 31 December 2015.

All of the current Directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the Company's auditor for the purposes of the audit and to establish that the auditor is aware of that information. The Directors are not aware of any relevant audit information of which the auditor is unaware. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

On behalf of the Board



Mel Ewell
Director

29 April 2015

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Strategic Report, the Report of the Directors 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 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; and
- 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACCORD LIMITED

We have audited the financial statements of Accord Limited for the year ended 31 December 2014 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes 1 to 21. 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 Directors' Responsibilities Statement, 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 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. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2014 and of its loss 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.

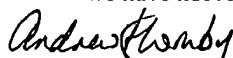
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report and the Strategic 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.



Andrew Hornby (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Reading, United Kingdom
30 April 2015

PROFIT AND LOSS ACCOUNT
Year ended 31 December 2014

	Note	2014 £'000	2013 £'000
Administrative income (expenses)		165	(595)
OPERATING PROFIT (LOSS)	4	165	(595)
Interest payable and similar charges	5	(1,325)	(1,337)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(1,160)	(1,932)
Tax on loss on ordinary activities	6	645	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION	14	(515)	(1,932)

All transactions relate to continuing operations.

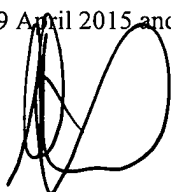
There were no recognised gains and losses other than the loss for the current and preceding financial year. Accordingly, a statement of total recognised gains and losses has not been presented.

The notes of pages 7 to 13 form part of these financial statements.

BALANCE SHEET
At 31 December 2014

	Note	2014 £'000	2014 £'000	2013 £'000	2013 £'000
FIXED ASSETS					
Investments in subsidiary undertakings	7		92,036		92,036
CURRENT ASSETS					
Other financial assets	8	1,904		1,304	
Debtors	9	3,717		4,419	
Cash at bank and in hand		-		456	
Total current assets		5,621		6,179	
CREDITORS: amounts falling due within one year	11	(70,394)		(69,060)	
NET CURRENT LIABILITIES			(64,773)		(62,881)
TOTAL ASSETS LESS CURRENT LIABILITIES			27,263		29,155
Provisions for liabilities and charges	12		-		(1,377)
NET ASSETS			27,263		27,778
Capital and reserves					
Called up share capital	13		25,616		25,616
Share premium account	14		1,508		1,508
Profit and loss account	14		139		654
EQUITY SHAREHOLDERS' FUNDS	15		27,263		27,778

The financial statements on pages 5 to 13 were approved and authorised for issue by the Board of Directors on 29 April 2015 and signed on its behalf by:



Mel Ewell

Director

The notes of pages 7 to 13 form part of these financial statements.

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS
Year ended 31 December 2014

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention and are in accordance with applicable United Kingdom Accounting Standards.

The following principal accounting policies have been applied consistently in the current and prior year:

Basis of Consolidation

The Company is exempt from preparing consolidated financial statements under section 400 of the Companies Act 2006 on the grounds that it is itself a wholly owned subsidiary undertaking of a company registered in England and Wales. These financial statements therefore, present information about the individual undertakings and not about its group.

Going concern

The Company is a subsidiary of Amey UK plc and its financial resources are managed on a Group basis. In 2014, the Group generated strong cash flows and maintained a high degree of liquidity. Group cash balances at 31 December 2014 were £203.1 million and, in addition, the Group held £100 million of undrawn bank loan facilities at that date, which expire in July 2019.

The Directors have prepared forecasts for the purpose of their going concern review which show that the Amey Group of companies operates comfortably within its available cash balances and credit facilities. The Directors have also considered reasonably possible sensitivities in the forecasts which principally reflect the impact of continued economic uncertainty and unforeseen adverse working capital movements. The Directors have also considered various mitigating actions available to the Group including reducing discretionary spend and further active management of working capital.

In drawing their conclusions on going concern, the Directors have reviewed the forecasts, sensitivities and mitigating actions noted above. They have considered the impact of being part of the wider Ferrovial Group. As a result of their considerations, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, being 12 months from the date of signing these financial statements. The Directors therefore continue to adopt the going concern basis in preparing these financial statements.

Investments

Investments are included at cost less any provision for impairment.

Leases

Operating lease rentals are charged to the profit and loss account on a straight line basis over the length of the lease. When an operating lease is known to be onerous, a provision is made in full to cover all future lease obligations.

Post-retirement benefits

The Company operates both defined contribution pension schemes and pension schemes providing benefits based on final pensionable pay. The assets of the schemes are held separately from those of the Company in independently administered funds. The amount charged against the profit and loss account in respect of the defined contribution scheme represents the contributions payable to the scheme in respect of the accounting period.

On the defined benefit scheme, the Accord Final Salary Scheme, the Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent and reasonable basis and therefore, as required by FRS 17 'Retirement benefits', accounts for the scheme as if it were a defined contribution scheme. As a result, the amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2014

1. ACCOUNTING POLICIES (continued)

Taxation

Corporation tax is payable on taxable profits at the current rate.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed by the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in years different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on basis of all available evidence, it can be regarded as more likely than not there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on the sale has been recognised in the financial statements. Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets and liabilities have not been discounted.

2. EMPLOYEES

The Company had no employees during the year (2013 – nil).

No costs of employees of any other group undertaking were recharged to the Company in 2014 or in 2013.

3. DIRECTORS

Details of the remuneration of the Directors, whose services are of a non-executive nature and who are also directors of the Company's intermediate parent undertaking, Amey UK plc, are disclosed in that company's financial statements. Their remuneration is deemed to be wholly attributable to their services to that company.

No Directors were remunerated through the Company in 2014 or 2013.

4. OPERATING PROFIT (LOSS)

The auditor's remuneration is borne by Amey Group Services Limited, a fellow subsidiary undertaking of the Company, and is not recharged.

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2014

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2014 £'000	2013 £'000
Intercompany interest	1,325	1,337

6. TAX ON LOSS ON ORDINARY ACTIVITIES

	2014 £'000	2013 £'000
<i>Current tax</i>		
UK corporation tax at 21.5% (2013 - 23.25%)		
Current year	(218)	-
Adjustment in respect of prior years	(384)	-
Total current tax credit for the year	(602)	-
<i>Deferred tax</i>		
Transfer to deferred tax asset (note 10)	(43)	-
Total tax credit for the year	(645)	-

The tax assessed for the year is different from that resulting from the standard rate of corporation tax in the UK at 21.5% (2013 - 23.25%).

The differences are explained below:

	2014 £'000	2013 £'000
Loss on ordinary activities before tax	(1,160)	(1,932)
Tax at 21.5% (2013 - 23.25%)	(249)	(449)
Effects of:		
Depreciation in deficit of capital allowances	(56)	-
Expenses not deductible for tax purposes	87	-
Group relief surrendered	-	449
Adjustment in respect of prior years	(384)	-
Total current tax credit for the year	(602)	-

The UK Finance Act 2013, enacted on 17 July 2013, included provision for the main rate of corporation tax to reduce from 23% to 21% from 1 April 2014 and to 20% from 1 April 2015. This will reduce the Company's future tax charge accordingly.

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2014

7. INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

	£'000
Cost and Net book value	
At 1 January 2014 and 31 December 2014	92,036

Principal subsidiary undertakings which are 100% owned (*direct ownership):

Company	% ordinary shares held	Principal activity
Enterprise (AOL) Limited	100%*	Outsourced support services, facilities management, transportation services and professional services
Accord Asset Management Limited	100%*	Management of fixed assets

All of the subsidiary undertakings are incorporated in England and Wales.

Investments are stated at cost less any impairment considered necessary by the Directors. The Directors consider the Company's investments have a fair value at least equal to the value included in the financial statements.

8. OTHER FINANCIAL ASSETS

	2014 £'000	2013 £'000
Other financial assets	1,904	1,304

Due to the funding levels of the Accord Final Salary Pension Scheme at the last valuation the Trustee has agreed that no Deficit Repair Contributions would be required if the Company maintains its payments to the escrow account (see also note 17).

There is an expectation that this will return to the Company at some point depending on the progression of future funding levels in the scheme. This account is in the name of the Company but access is restricted and therefore it has been shown separately from the Company's own cash balances.

9. DEBTORS

	2014 £'000	2013 £'000
Amounts falling due within one year:		
Amounts owed by other group undertakings	3,661	4,314
VAT	8	-
Other debtors	5	105
Deferred tax asset (note 10)	43	-
Total debtors	3,717	4,419

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2014

10. DEFERRED TAX ASSET

£'000

At 1 January 2014	-
Credit to the profit and loss account	43
At 31 December 2014	43

A deferred tax asset of £43,000 (2013 – £nil) has been recognised in respect of capital allowances of £215,000 (2013 – £nil) which are expected to reverse in the foreseeable future.

The estimated value of the potential deferred tax asset not recognised of £35,000 (2013 – £243,000) was in respect of deferred capital allowances of £22,000 (2013 – £290,000) and other timing differences of £154,000 (2013 – £925,000) measured at an expected standard tax rate of 20% (2013 – 20%).

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2014	2013
	£'000	£'000
Bank overdraft	744	-
Trade creditors	-	5
Amounts owed to other group undertakings	69,203	69,055
Accruals and deferred income	447	-
Total creditors due within one year	70,394	69,060

Amounts due to fellow group undertakings are unsecured and are repayable on demand.

12. PROVISIONS FOR LIABILITIES AND CHARGES

£'000

At 1 January 2014	1,377
Utilised in the year	(805)
Release to the profit and loss account	(572)
At 31 December 2014	-

In 2013, a sub-tenant of a property leased by the Company entered into administration and as a consequence the lease reverted to the Company. During 2014, the property was successfully re-let, resulting in the release of the residual provision.

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2014

13. SHARE CAPITAL

	2014 £'000	2013 £'000
Issued, called up and fully paid		
25,616,241 (2013 – 25,616,241) Ordinary shares of £1 each	25,616	25,616

14. RESERVES

	Share premium account £'000	Profit and loss account £'000
At 1 January 2014	1,508	654
Loss for the financial year	-	(515)
At 31 December 2014	1,508	139

15. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS

	2014 £'000	2013 £'000
Loss for the financial year	(515)	(1,932)
Net movement in equity shareholders' funds	(515)	(1,932)
Equity shareholders' funds at 1 January	27,778	29,710
Equity shareholders' funds at 31 December	27,263	27,778

16. FINANCIAL AND CAPITAL COMMITMENTS

The Company had no financial or capital commitments at 31 December 2014 or at 31 December 2013.

17. PENSIONS

The Company is a member of a pension scheme (the Amey OS Pension Scheme, previously the Accord Final Salary Scheme) providing benefits based on final pensionable pay. During 2014, the Accord Final Salary Scheme was merged into the Amey OS Pension Scheme and now forms the Accord Section of that scheme. The latest full actuarial valuation was carried out at 31 March 2014 by a qualified independent actuary.

The deficit in the Accord Section of the merged scheme at 31 December 2014, calculated in accordance with FRS 17, was £8,300,000 (2013 - £6,700,000 for the Accord Final Salary Scheme). However, the Company is unable to accurately identify its share of the scheme assets and liabilities on a consistent and reasonable basis as other fellow group undertakings also participate in this section of the scheme. Therefore, as permitted by FRS 17, the scheme has been accounted for by the Company as if it were a defined contribution scheme.

The Company's contributions for the year were £600,000 (2013 - £488,000) and, as in prior years, these were paid into a separate escrow account rather than to the scheme (see note 8).

NOTES FORMING PARTS OF THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2014

18. CONTINGENT LIABILITIES

The Company has guaranteed certain performance bonds and borrowings of certain group undertakings.

Losses, for which no provision has been made in these financial statements, which might arise from litigation in the normal course of business are not expected to be material in the context of these financial statements.

There were no other contingent liabilities as at 31 December 2014 or at 31 December 2013.

19. RELATED PARTY TRANSACTIONS

The Company is a wholly owned subsidiary undertaking of the group headed by Ferrovial, S.A. and has taken advantage of the exemption conferred by FRS 8 (Related Party Disclosures) not to disclose transactions with Ferrovial, S.A. or other wholly owned subsidiary undertakings within the Ferrovial, S.A. group.

20. CASH FLOW STATEMENT

The Company has taken advantage of the exemption conferred by FRS 1 (Cash Flow Statements) not to prepare a cash flow statement on the basis that the Company's results are included in the consolidated financial statements of Ferrovial, S.A., the Company's ultimate parent undertaking, whose financial statements are publicly available.

21. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking and controlling party is Ferrovial, S.A., a company incorporated in Spain.

Copies of the group financial statements of Ferrovial, S.A., which is the parent of the largest group of which the Company is a member, can be obtained from:

Ferrovial, S.A.
Principe de Vergara, 135
28002 Madrid
Spain

Copies of the group financial statements of Amey UK plc, the ultimate holding company in the UK and the parent of the smallest group for which group financial statements are prepared and of which the Company is a member, can be obtained from:

Head Office
The Sherard Building
Edmund Halley Road
Oxford
OX4 4DQ