ASCOT ENVIRONMENTAL LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011

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COMPANY INFORMATION

Directors J Hennessey

D Quarmby M Harvey P Jones P Sanderson P Warters

Secretary D Quarmby

Company number 03716462

Registered office Regency House

45 - 51 Chorley New Road

Bolton BL1 4QR

Auditors Cowgill Holloway LLP

Regency House

45 - 51 Chorley New Road

Bolton BL1 4QR

Bankers Barclays Bank Plc, Commercial Banking

7th Floor

1 Marsden Street Manchester M2 1HW

CONTENTS

	Page
Directors' report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Statement of total recognised gains and losses	6
Balance sheet	7
Notes to the financial statements	8 - 20
The following pages do not form part of the statutory finance	ial statements
Detailed profit and loss statement	21
Schedule of distribution and administrative costs	22

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2011

The directors present their report and financial statements for the year ended 31 March 2011

Principal activities and review of the business

The principal activity of the company is that of environmental engineering

The company continues to face challenges imposed by current and proposed legislation. We feel that the risks are being managed and the relevant Companies have gained ISO 90001, ISO 140001 and ISO 180001 which enables procedures to be put in place to manage these risks and ensure our insurers are confident of good working practices.

We continue to utilise the services of third party contractors, not directly under our control. Throughout our trading history, we have identified contractors who have been proved to supply a high standard of service, allowing us to mitigate the risk of non-delivery by our suppliers. We vet all suppliers thoroughly prior to engaging their services, to ensure that they meet our requirements for environmental impact, health & safety, quality and financial stability.

We recognise our responsibility to provide our workforce and contractors with a safe place of work and provide an adequate degree of training suitable to their needs. The Company holds ISO 180001 for safety procedure and engages employee training to CSCS standard.

Inherent risks arise from the specialist services which we provide. We ensure that we employ the relevant professionals to provide oversight to all our activities, and carry suitable levels of insurance to indemnify the company against financial loss.

The contracts undertaken by the company are liable to several terms and conditions. The Directors consider the risk profile involved within all contracts and endeavour not to expose the company to any onerous conditions and therefore mitigate our exposure and risk.

Results and dividends

The results for the year are set out on page 5

Directors

The following directors have held office since 1 April 2010

J Hennessey

D Quarmby

M Harvey

P Jones

P Sanderson

P Warters

Auditors

Cowgill Holloway LLP were appointed auditors to the company and in accordance with section 485 of the Companies Act 2006, and are deemed to be reappointed under section 487(2) of the Companies Act 2006

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2011

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 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.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board

D Quarmby

Director

21 December 2011

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ASCOT ENVIRONMENTAL LIMITED

We have audited the financial statements of Ascot Environmental Limited for the year ended 31 March 2011 set out on pages 5 to 20. 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 auditors' 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 Directors' Responsibilities Statement set out on pages 1 - 2, 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 Directors' Report to identify material inconsistencies with the audited financial statements. 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 March 2011 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

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

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF ASCOT ENVIRONMENTAL LIMITED

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

25

Stuart Stead (Senior Statutory Auditor) for and on behalf of Cowgill Holloway LLP

21 December 2011

Chartered Accountants Statutory Auditor

Regency House 45 - 51 Chorley New Road Bolton BL1 4QR

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2011

		2011	2010 as restated
	Notes	£	as restated £
Turnover	2	29,055,202	39,296,303
Cost of sales		(22,898,490)	(31,599,596)
Gross profit		6,156,712	7,696,707
Administrative expenses		(4,421,383)	(5,730,384)
Other operating income		643,988	679,212
Operating profit	3	2,379,317	2,645,535
Investment income Other interest receivable and similar	4	(22,833)	254,762
income	4	2,258	12,687
Interest payable and similar charges	5	(148,446)	(139,759)
Profit on ordinary activities before			
taxation		2,210,296	2,773,225
Tax on profit on ordinary activities	6	(37,800)	629,089
Profit for the year	16	2,172,496	3,402,314

The profit and loss account has been prepared on the basis that all operations are continuing operations

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2011

		2011	2010 as restated
	Notes	£	as restated £
Profit for the financial year		2,172,496	3,402,314
Prior year adjustment	16	(459,787)	-
Total gains and losses recognised since last financial statements		1,712,709	3,402,314

BALANCE SHEET

AS AT 31 MARCH 2011

		2	011	2 as res	010 stated
	Notes	£	£	£	£
Fixed assets					
Tangible assets	7 and 8		318,802		343,679
Current assets					
Debtors	9	31,473,147		30,389,604	
Investments	10	-		84,600	
Cash at bank and in hand		77,121		14,882	
		31,550,268		30,489,086	
Creditors amounts falling due within one year	11	(13,668,587)		(13,621,201)	
Net current assets			17,881,681		16,867,885
Total assets less current liabilities			18,200,483		17,211,564
Creditors amounts falling due after more than one year	12		(3,016,423)		(4,200,000)
			15,184,060		13,011,564
Capital and reserves					
Called up share capital	15		1,000		1,000
Profit and loss account	16		15,183,060		13,010,564
Shareholders' funds	17		15,184,060		13,011,564

Approved by the Board and authorised for issue on Vecerote Vecerote

D Quarmby

Director

Company Registration No. 03716462

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2011

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group and consolidated accounts are prepared

1 2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

13 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

1.4 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 less estimated residual value of each asset over its expected useful life, as follows

Plant and machinery

20% and 33% straight line

Fixtures, fittings & equipment

15% straight line

Motor vehicles

22% straight line

Investment properties are included in the balance sheet at their open market value. Depreciation is provided only on those investment properties which are leasehold and where the unexpired lease term is less than 20 years.

Although this accounting policy is in accordance with the applicable accounting standard, SSAP 19, Accounting for investment properties, it is a departure from the general requirement of the Companies Act 2006 for all tangible assets to be depreciated. In the opinion of the directors compliance with the standard is necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of many factors reflected in the annual valuation and the amount of this which might otherwise have been charged cannot be separately identified or quantified.

1.5 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

16 Investments

Current asset investments are stated at the lower of cost and net realisable value

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2011

1 Accounting policies

(continued)

17 Long term contracts

Amounts recoverable on long term contracts, which are included in debtors, are stated at the net sales value of the work done after provision for contingencies and anticipated future losses on contracts, less amounts received as progress payments on account Excess progress payments are included in creditors as payments on account

18 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.9 Deferred taxation

Deferred tax is recognised in respect of all timing differences which have originated but not reversed at the balance sheet date. Timing differences are differences between taxable profits and the results as stated in the financial statements which arise from the inclusion of gains and losses in tax assessments in periods 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 it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of 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 asset and the resulting gain or loss 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 which are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws which have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non - discounted basis.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom

3	Operating profit	2011 £	2010 £
	Operating profit is stated after charging		
	Depreciation of tangible assets	40,766	136,475
	Operating lease rentals		
	- Motor vehicles	2,439	257
	- Other assets	70,109	72,717
	Fees payable to the company's auditor for the audit of the company's		
	annual accounts	17,000	17,000
	and after crediting		
	Profit on disposal of tangible assets	(211,567)	(25,814)

Investment income	2011 £	2010 £
Income from fixed asset investments	(22,833)	254,762
Bank interest	2,258	12,687
	(20,575)	267,449
Interest payable	2011	2010
	£	£
On bank loans and overdrafts	147,021	138,934
Hire purchase interest	1,425	825
	148,446	139,759
	Income from fixed asset investments Bank interest Interest payable On bank loans and overdrafts	Income from fixed asset investments Bank interest (22,833) 2,258 (20,575) Interest payable 2011 £ On bank loans and overdrafts Hire purchase interest 1,425

Taxation	2011 £	2010 £
Domestic current year tax Adjustment for prior years	-	(580,551)
Adjustifier to prior years		
Total current tax		(580,551)
Deferred tax		
Deferred tax charge credit current year	37,800	(10,023)
Deferred tax adjust re previous year	-	(38,515)
	37,800	(48,538)
	37,800	(629,089)
Factors affecting the tax charge for the year Profit on ordinary activities before taxation	2,210,296	2,773,225
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21 00% (2010 - 21 00%)	464,162	582,377
Effects of		<u> </u>
Non deductible expenses	12,120	12,664
Depreciation add back	(34,160)	28,660
Capital allowances	(3,100)	(13,216)
Tax losses utilised	(439,022)	(566,493)
Adjustments to previous periods	-	(580,551)
Chargeable disposals	-	14,942
Dividends and distributions received	-	(22,662)
Other tax adjustments	·	(36,272)
	(464,162)	(1,162,928)
Current tax charge for the year	-	(580,551)

	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	£	3	£	£
Cost				
At 1 April 2010	819,724	69,875	193,683	1,083,282
Additions	-	-	24,722	24,722
Disposals	(530,000)	-	(60,157)	(590,157)
At 31 March 2011	289,724	69,875	158,248	517,847
Depreciation				
At 1 April 2010	800,816	53,585	154,202	1,008,603
On disposals	(521,167)	-	(60,157)	(581,324)
Charge for the year	1,774	13,734	25,258	40,766
At 31 March 2011	281,423	67,319	119,303	468,045
Net book value				
At 31 March 2011	8,301	2,556	38,945	49,802
		40.000	20.494	74.670
At 31 March 2010	18,908 ————	16,290 ———	39,481	74,679 ———
At 31 March 2010 Included above are assets held under finance				Motor vehicles
Included above are assets held under financ				Motor
				Motor vehicles
Included above are assets held under finance. Net book values				Motor vehicles £
Included above are assets held under finance Net book values At 31 March 2011				Motor vehicles £ 29,025
Included above are assets held under finance Net book values At 31 March 2011 At 31 March 2010				Motor vehicles £ 29,025

8	Tangible fixed assets		Investment properties as restated £
	Cost At 1 April 2010 & at 31 March 2011		269,000
	Net book value At 31 March 2011		269,000
	At 31 March 2010		269,000
9	Debtors	2011 £	2010 £
	Trade debtors Amounts owed by parent and fellow subsidiary undertakings Corporation tax Other debtors Prepayments and accrued income Deferred tax asset (see note 13)	5,263,750 25,916,882 130,900 150,877 10,738 31,473,147	5,566,167 23,155,090 580,551 865,193 174,065 48,538 30,389,604
	Amounts falling due after more than one year and included in the debtors above are	2011 £	2010 £
	Amounts owed by group undertakings	250,000	250,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2011

10	Current asset investments	2011	2010 as restated
		£	£
	Listed investments	-	84,600

Investments having a net book value of £nil (2010 £84,600) are listed on a recognised stock exchange and had a market value of £nil at the year end (2010 £47,025) The company's bankers held a legal charge over certain listed investments above

11	Creditors: amounts falling due within one year	2011	2010 as restated
		£	£
	Bank loans and overdrafts	1,208,047	2,495,050
	Net obligations under hire purchase contracts	5,533	7,330
	Trade creditors	8,809,914	9,277,166
	Corporation tax	-	484,076
	Other taxes and social security costs	402,971	365,119
	Directors' current accounts	1,826,000	-
	Other creditors	1,359,231	933,422
	Accruals and deferred income	56,891	59,038
		13,668,587	13,621,201

Net obligations under finance lease and hire purchase contracts are secured by fixed charges on the assets concerned

Any bank borrowings are secured by way of first charges over particular listed investments held by the company, first legal charge over freehold land and buildings under construction within Scotgen (Dumfries) Limited, and a charge over book debts of the company

The bank also holds an unlimited guarantee with Scotgen (Dumfries) Limited, together with cross company guarantees with UK Capital Ventures Holdings Limited and Planet Advantage Limited

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2011

C	Creditors amounts falling due after more than one year	2011 £	2010 £
E	Bank loans	3,000,000	4,200,000
١	Net obligations under hire purchase contracts	16,423	
		3,016,423	4,200,000
,	Analysis of loans		
	Wholly repayable within five years	4,200,000	5,400,000
		4,200,000	5,400,000
I	ncluded in current liabilities	(1,200,000)	(1,200,000)
		3,000,000	4,200,000
	_oan maturity analysis		
	n more than one year but not more than two years	1,200,000	1,200,000
1	n more than two years but not more than five years	1,800,000	3,000,000
		3,000,000	4,200,000
	Net obligations under finance lease and hire purchase contracts are assets concerned	e secured by fixed ch	narges on the
ı	Net obligations under hire purchase contracts		
	Repayable within one year	5,533	7,330
f	Repayable between one and five years	16,423	
		21,956	7,330
ı	Included in liabilities falling due within one year	(5,533)	(7,330)
		16,423	-

Any bank borrowings are secured by way of first charges over particular listed investments held by the company, first legal charge over freehold land and buildings under construction within Scotgen (Dumfries) Limited, and a charge over book debts of the company

The bank also holds an unlimited guarantee with Scotgen (Dumfries) Limited, together with cross company guarantees with UK Capital Ventures Holdings Limited and Planet Advantage Limited

13	Provisions for liabilities		
	The deferred tax asset (included in debtors, note 9) is made up as follows.		
		2011 £	
	Balance at 1 April 2010	(48,538)	
	Profit and loss account	37,800	
	Balance at 31 March 2011	(10,738)	
		2011 £	2010 £
	Decelerated capital allowances	(10,738)	(48,538)
14	Pension and other post-retirement benefit commitments Defined contribution		
		2011 £	2010 £
	Contributions payable by the company for the year	19,130	21,845
15	Share capital	2011 £	2010 £
	Allotted, called up and fully paid 1,000 Ordinary shares of £1 each	1,000	1,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2011

16	Statement of movements on profit and loss account		
	•		Profit and loss
			account
			as restated
			£
	Balance at 1 April 2010 as previously reported		13,470,351
	Prior year adjustment		(459,787)
	Balance at 1 April 2010 as restated		13,010,564
	Profit for the year		2,172,496
	Balance at 31 March 2011		15,183,060
17	Reconciliation of movements in shareholders' funds	2011 £	2010 £
	Drofit for the financial year	2,172,496	3,402,314
	Profit for the financial year	13,011,564	
	Opening shareholders' funds	15,011,504	
	Closing shareholders' funds	15,184,060	13,011,564

18 Financial commitments

At 31 March 2011 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 March 2012

	Land and buildings	
	2011	2010
	£	£
Operating leases which expire		
Between two and five years	48,000	48,000
		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2011

19 Directors' remuneration	2011 £	

	£	£
Remuneration for qualifying services	544,593	724,260
Company pension contributions to defined contribution schemes	nes 19,130	21,845
	563,723	746,105

2010

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 (2010 - 1)

Remuneration disclosed above include the following amounts paid to the highest paid director

Remuneration for qualifying services 138,000 266,000

20 Transactions with directors

The property occupied by the company is owned by J S Hennessey pension scheme J S Hennessey is a director of Ascot Environmental Limited. In the year, the company paid rent to J S Hennessey pension scheme of £48,000 (2010 £48,000). The company was loaned £2,000,000 by J Hennessey during the year. The company repaid £175,000 of the amount loaned and was charged interest of £3,236. At the year end, the company owed J S Hennessey £1,826,000 (2010 £309,293 debtor). The 2010 overdrawn loan of £309,293 was cleared by a further cash receipt in the year from J S Hennessey of £310,293.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2011

21 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

year was	2011 Number	2010 Number
Production staff	52	67
Management staff	31	26
	83	93
Employment costs	2011	2010
•	£	£
Wages and salaries	3,164,033	3,564,273
Social security costs	339,407	402,894
Other pension costs	19,130	21,845
	3,522,570	3,989,012

22 Prior Year Adjustments

A prior year adjustment has been processed to reflect a cash payment made to Nationwide Plant Hire Limited of £555,000

The value of current asset investments have been reduced by £1,480,426 to reflect the disposal of shares made in the prior year to J S Hennessey. A loss on the disposal of these shares totaling £459,787 has been reflected through the restated 2010 comparatives.

Investment properties totalling £269,000 have been reflected in the prior year as this is the year in which they were acquired

23 Control

UK Capital Ventures Holdings Limited, incorporated in England and Wales, is the company's ulitimate holding company. The ulitimate controlling party of the company is Mr J S Hennessey, a director of the company, by virtue of his majority shareholding in UK Capital Venture Holdings Limited.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2011

24 Related party relationships and transactions

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company

During the year, the company made purchases of £1,818,876 (2010 £2,620,507) from Nationwide Plant Hire Limited, a company under common control A management fee of £643,988 (2010 £679,212) was charged to Nationwide Plant Hire Limited At the year end, the company owed Nationwide Plant Hire Limited £501,230 (2010 £888,402)

At the year end, the company is due £130,000 (2010 £130,000) from Rockmist Limited, a company under common control

A loan of £812,980 (2010 £800,000) was received in the year from Cyclamax Holdings Limited, a company under common control. At the year end, the company owed Cyclamax Holdings Limited £858,000 (2010 £45,020)