51° LIMITED

Registered Number 4184523

ANNUAL REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2011

CONTENTS

Directors

David Tomblin
Vakis Ramany

Company Secretary

Joe Souto

Auditor

Deloitte LLP
2 New Street Square
London
EC4A 3BZ

Registered Office

40 Grosvenor Place
Victoria
London
SW1X 7EN

DIRECTORS' REPORT

The Directors presents their report and financial statements for the year ended 31 December 2011 This Director's report has been prepared in accordance with the provisions applicable to companies entitled to the small company exemption

Principal activity

The principal activity of 51° Limited ("the Company") was that of a telecommunications carrier and solutions provider. The Company sold the telecommunication network in April 2007 The Company has been non-trading from this date and will continue to be non-trading for the foreseeable future

Results and dividends

The loss for the year, after taxation, amounted to £3k (2010 profit £1k) Loss before tax for the year amounted to £3k (2010 profit £1k)

Going concern

The Company sold the telecommunication network in April 2007 and hence the Company was non-trading from this date and for the foreseeable future The Directors have prepared the financial statements on the basis other than going concern The company has no commitments or contingent liabilities other than those stated on the balance sheet No material adjustments arose as a result of ceasing to apply the going concern basis EDF Energy plc, an intermediate parent company, operates a cash pooling arrangement, and on this basis is contractually committed to guaranteeing the overdraft of 51° Limited

Directors and their interests

Directors who held office during the year and subsequently except as noted, were as follows

Thomas Kusterer	(resigned 29 March 2011)
Simone Rossi	(appointed 1 April 2011, resigned 11 June 2012)
David Tomblin	(appointed 1 June 2012)
Vakis Ramany	(appointed 1 June 2012)
Joe Souto	(resigned 11 June 2012)

None of the Directors had a service contract with the Company in the current or prior year They are all employed by associated Group companies and have contracts with those companies

The Company has made qualifying third-party indemnity provisions for the benefit of its Directors which were made during the year and remain in force at the date of this report

DIRECTOR'S REPORT continued

Financial risk management

The Company is not exposed to any significant currency or interest rate risk

Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet the only financial risks the Director considers relevant to this Company are credit risk and liquidity risk Credit risk is mitigated by the small size and nature of the debtor balances owed, with these debtors due from other Group companies who are able to repay the debts if required and liquidity risk is mitigated by the financial support over the overdraft given by EDF Energy plc, a fellow Group company

The Group's risks are discussed in the Group's Annual Report which does not form part of this report

Disclosure of information to Auditor

The Director at the date of approval of this annual report confirms that

- so far as the Director is aware, there is no relevant audit information of which the Company's Auditor is unaware, and
- the Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006

Auditor

It is noted that under the provisions of the Companies Act 1985, the members have previously dispensed with the requirement to appoint auditors annually and that under provisions of Section 487 of the Companies Act 2006, the current auditors are deemed to be re-appointed until such time that the directors or the members of the Company resolve otherwise It is further noted that the Directors have been authorised to fix the remuneration of the auditors

By order of the Board

David Tomblin
Director
19 September 2012

DIRECTORS' RESPONSIBILITIES STATEMENT

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 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 51° LIMITED

We have audited the financial statements of 51° Limited for the year ended 31 December 2011 which comprise of the Profit and Loss Account, Balance Sheet and the related notes 1 to 9 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

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 2011 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

Emphasis of matter – Financial statements prepared on a basis other than that of a going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of note 1 to the financial statements which explains that the financial statements have been prepared on a basis other than that of a going concern

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 AUDITOR'S REPORT TO THE MEMBERS OF 51° LIMITED (Continued)

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
- the Directors were not entitled to take advantage of the small companies exemptions in preparing the Directors' Report, 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

Bevan Whitehead (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, UK
19 September 2012

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2011

	Notes	**2011 £000**	2010 £000
Turnover		-	-
Gross profit		-	-
Distribution expenses		(3)	1
Operating (loss)/profit on ordinary activities before taxation	2	(3)	1
(Loss)/profit on ordinary activities before taxation		(3)	1
Tax on (loss)/profit on ordinary activities	*4*	-	-
Retained (loss)/profit for the financial year	7	(3)	1

All results are from discontinued operations The telecommunications network was sold on 12 April 2007

There were no recognised gains or losses in either year and accordingly no statement of total recognised gains or losses has been presented

BALANCE SHEET
AT 31 DECEMBER 2011

	Notes	**2011** **£000**	2010 £000
Current assets			
Debtors	5	**6**	14
Total current assets		**6**	14
Creditors amounts falling due within one year	6	**(29,259)**	(29,264)
Net current liabilities		**(29,253)**	(29,250)
Capital and reserves			
Called up share capital		**-**	-
Profit and loss account	7	**(29,253)**	(29,250)
Shareholder's deficit	7	**(29,253)**	(29,250)

The financial statements of 51° Limited (registered number 4184523) on pages 7 to 11 were approved by the Board of Directors on 19 September 2012 and were signed on its behalf by

David Tomblin
Director

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

The principal accounting policies are set out below They have all been applied consistently throughout the year and the preceding year

Basis of preparation

These financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards

Going concern

The Company sold the telecommunication network in April 2007 and hence the Company was non-trading from this date and for the foreseeable future As required by FRS 18 'Accounting Policies', the Directors have prepared the financial statements on the basis that the Company is no longer a going concern No material adjustments arose as a result of ceasing to apply the going concern basis The Group operates a cash pooling arrangement, and on this basis, EDF Energy plc is contractually committed to guaranteeing the overdraft of 51° Limited

Cash flow statement

The Company is exempt from preparing a cash flow statement under the terms of FRS 1 'Cash flow statements (revised 1996)' as it is a member of a group, headed by EDF Energy Holdings Limited, whose consolidated financial statements include a cash flow statement and are publicly available (note 10)

Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

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

- provision is made for gains on revalued fixed assets only where there is a commitment to dispose of the revalued asset and the attributed gain can neither be rolled over or eliminated by capital losses, and

- deferred tax assets are recognised only to the extent that the Directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted

Deferred tax is measured on an undiscounted basis Deferred tax is measured at the average tax rate that is 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

2. Operating (loss)/profit

In 2011 an amount of £5,000 (2010 £5,000) was paid to Deloitte LLP for audit services This charge was borne by another Group company in the current and prior year In 2011, amounts payable to Deloitte LLP by the Company in respect of non-audit services were £nil (2010 £nil)

There were no employees of the Company in the current or prior year

NOTES TO THE FINANCIAL STATEMENTS continued

3 Directors' emoluments

All Directors are employees of associated EDF group companies The Directors did not receive any remuneration for services to the Company during the current year or previous year

No Director (2010 none) held any interests in the shares or debentures of the Company or the Group required to be disclosed under the Companies Act 2006

4 Tax on loss on ordinary activities

(a) Analysis of tax charge in the year

UK current tax

	2011 **£000**	2010 £000
UK corporation tax credit on profit/(loss) for the year	-	-
Total current tax charge (Note (b))	-	-

The Finance Bill 2011 was published on 31 March 2011 and included a reduction in the main rate of corporation tax for the financial year beginning 1 April 2012 from 26% to 25%

This tax law change was substantively enacted in the House of Commons on 5 July and received Royal Assent on 19 July 2011 and has therefore been reflected where appropriate in these financial statements

The Finance Bill 2012 announced a further reduction in the main rate of corporation tax for the financial year beginning 1 April 2012 from 25% to 24% This change was substantively enacted under the Provisional Collection of Taxes Act 1968 on 27 March 2012 and has therefore been disclosed where appropriate

The Finance Act 2012 also announced a further reduction in the main rate of corporation tax for the financial year beginning 1 April 2013 from 24% to 23%

(b) Factors affecting current tax for the year

The tax assessed for the year is higher (2010 higher) than the standard rate of corporation tax in the UK

	2011 **£000**	2010 £000
The differences are explained below		
(Loss)/profit on ordinary activities before tax	**(3)**	1
Tax on (loss)/profit on ordinary activities multiplied by standard UK rate of corporation tax of 26 5% (2010 28%)	**(1)**	-
Effect of		
Permanent differences	**(1)**	(1)
Group relief surrendered at nil charge	**2**	1
Current tax charge for the period	-	-

NOTES TO THE FINANCIAL STATEMENTS continued

5. Debtors. amounts falling due within one year.

	2011 £000	2010 £000
Other debtors and prepayments	**6**	14
	6	14

6. Creditors: amounts falling due within one year

	2011 £000	2010 £000
Bank overdraft	**27,767**	27,792
Amounts owed to other Group companies	**1,454**	1,448
Other creditors and accruals	**38**	24
	29,259	29,264

The amounts owed to other Group companies are non-interest bearing and are repayable on demand

7. Reconciliation of shareholder's deficit

	Share capital £000	Profit and loss account £000	**Total shareholder's deficit £000**
As at 1 January 2010	-	(29,251)	**(29,251)**
Profit for the financial year	-	1	**1**
As at 1 January 2011	-	(29,250)	**(29,250)**
Loss for the financial year	-	(3)	**(3)**
At 31 December 2011	**-**	**(29,253)**	**(29,253)**

8 Related parties

In accordance with FRS 8 'Related parties disclosures', the Company is exempt from disclosing transactions with entities that are part of the Group or investees of the Group qualifying as related parties, as it is a wholly-owned subsidiary of a parent which prepares consolidated accounts which are publicly available

9. Parent undertaking and controlling party

Deletepicnic Limited holds a 100% interest in 51° Limited and is considered to be the immediate parent company EDF Energy Holdings Limited heads the smallest group for which consolidated financial statements are prepared which include the results of the Company Copies of that Company's consolidated financial statements may be obtained from 40 Grosvenor Place, Victoria, London, SW1X 7EN

At 31 December 2011, Electricité de France SA, a company incorporated in France, is regarded by the Director as the Company's ultimate parent company and controlling party This is the largest group for which consolidated financial statements are prepared Copies of that Company's consolidated financial statements may be obtained from Electricité de France SA, 22-30 Avenue de Wagram, 75382, Paris, Cedex 08, France