

COMPANY REGISTRATION NUMBER 01570060

Eastport UK Cargo Handling Limited

Financial Statements

For the year ended

31 December 2011



Eastport UK Cargo Handling Limited
Report and Accounts
For the Year Ended 31 December 2011

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Eastport UK Cargo Handling Limited
Company Information
For the Year Ended 31 December 2011

The board of directors	E Freeman E J O'Toole
Company secretary	E J O'Toole
Registered office	Eastport UK House South Beach Parade Great Yarmouth Norfolk NR30 3GY
Company Number	1570060 (incorporated in England)
Domicile	England
Legal Form	Private Limited Company
Auditor	Price Bailey LLP Chartered Accountants & Statutory Auditors 20 Central Avenue St Andrews Business Park Thorpe St Andrew Norwich NR7 0HR
Bankers	Barclays Bank Plc 15 Hall Quay Great Yarmouth Norfolk NR30 1HQ

Eastport UK Cargo Handling Limited

The Directors' Report

For the Year Ended 31 December 2011

The Directors have pleasure in presenting their report and the financial statements of the Company for the year ended 31 December 2011

Principal Activity

The Company was incorporated in, and trades from the United Kingdom and its principal activity continued to be that of stevedoring

Chairman's Statement by E J O'Toole

Eastport UK Cargo Handling traded successfully during 2011 with revenue of £1,959,000 (£1,665,000 in 2010) and a Profit before tax of £511,000 (£377,000 in 2010)

Trading levels were higher than the previous year due to the greater requirement for support activities at the deep water Great Yarmouth Outer Harbour, in addition to the established cargo handling activity at the Great Yarmouth River Port

Looking forward we are optimistic that the company will continue to trade profitably while providing good levels of service to our customers

We wish to thank our employees, shareholders and all stakeholders in the Great Yarmouth Port for their support during 2011

Going Concern

The Company's business activities and the principal risks and uncertainties affecting financial performance are included elsewhere in the Director's Report and notes to the financial statements. The Company trades profitably and has generated operational cash flows. In addition, as part of the International Port Holdings group, the Company has access to considerable financial resources. As a consequence, the directors believe that the company is well placed to manage its business risks successfully.

After making enquires, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Directors

The Directors who served the Company during the year and up to the date of this report are shown below

E Freeman
E J O'Toole

Neither of the Directors have any interest in the shares of the Company

Eastport UK Cargo Handling Limited

The Directors' Report

For the Year Ended 31 December 2011

Statement of directors' responsibilities in respect of the preparation of financial statements

The Directors are responsible for preparing the Annual Report and the Financial statements for each period in accordance with applicable United Kingdom law and those International Financial Reporting Standards as adopted by the European Union

Under Company Law the directors must not approve the Financial Statements unless they are satisfied that they present fairly the financial position, financial performance and cash flows of the Company for that period. In preparing the Financial Statements the directors are required to

- Select suitable accounting policies in accordance with IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* and then apply them consistently,
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information,
- Provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance, and
- State that the Company has complied with IFRS's, subject to any material departures disclosed and explained in the Financial Statements

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 Company's Financial Statements comply with the Companies Act 2006 and Article 4 of the IAS Regulation. 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.

Provision of information to auditors

Each of the persons who are directors at the time when this directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the Company auditors in connection with preparing their report

Auditors

Price Bailey LLP shall be deemed to be re-appointed under section 487(2) of the Companies Act 2006

Small Company Provisions

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board on

31/5/2012

and signed on its behalf

E J O'Toole
Company Secretary

Eastport UK Cargo Handling Limited

Independent Auditor's Report to the Shareholders of Eastport UK Cargo Handling Limited For the Year Ended 31 December 2011

We have audited the financial statements of Eastport UK Cargo Handling Limited for the year ended 31 December 2011 which comprise of the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Equity, the Statement of Financial Position, the Statement of Cash Flow and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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 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 set out on page 3, 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 December 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with IFRSs as adopted by the European Union, 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.

Eastport UK Cargo Handling Limited

Independent Auditor's Report to the Shareholders of Eastport UK Cargo Handling Limited For the Year Ended 31 December 2011

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

Daren Moore FCCA (Senior statutory auditor)

for and on behalf of

Price Bailey LLP
Chartered Accountants
Statutory Auditors
20 Central Avenue
St Andrews Business Park
Thorpe St Andrew
Norwich
NR7 0HR

10 MAY 2012

Eastport UK Cargo Handling Limited
Income Statement
For the Year Ended 31 December 2011

		Year to 31 Dec 2011 £000's	Year to 31 Dec 2010 £000's
	Note		
Revenue		1,959	1,665
Cost of sales		<u>(1,460)</u>	<u>(1,251)</u>
Gross profit		499	414
Administrative expenses		<u>12</u>	<u>(37)</u>
Operating profit and profit on ordinary activities before taxation	3	511	377
Attributable to			
Operating profit before exceptional items		511	327
Exceptional items	3	-	50
Tax on profit on ordinary activities	5	<u>(115)</u>	<u>(91)</u>
Profit for the financial year		<u><u>396</u></u>	<u><u>286</u></u>

Statement of Comprehensive Income	Year to 31 Dec 2011 £000's	Year to 31 Dec 2010 £000's
Profit for the financial year and other income	396	286
Total comprehensive income for the financial year	<u>396</u>	<u>286</u>
Attributable to		
Owners of the parent	<u>396</u>	<u>286</u>

The notes on pages 10 to 17 form part of these financial statements.

Eastport UK Cargo Handling Limited
Statement of Changes in Equity
For the Year Ended 31 December 2011

	Share Capital £000's	Profit and Loss Reserve £000's	Total £000's
Balance at 1 January 2010	75	95	170
Changes in equity			
- Profit for the year	—	286	286
Balance at 31 December 2010	<u>75</u>	<u>381</u>	<u>456</u>
Balance at 1 January 2011	75	381	456
Changes in equity			
- Profit for the year	—	396	396
Balance at 31 December 2011	<u>75</u>	<u>777</u>	<u>852</u>

The profit and loss reserve represents the cumulative net gains and losses recognised in the statement of comprehensive income

The notes on pages 10 to 17 form part of these financial statements.

Eastport UK Cargo Handling Limited
Statement of Financial Position
For the Year Ended 31 December 2011

COMPANY NUMBER: 01570060

	Note	2011 £000's	2010 £000's
Non-current assets			
Property, plant and equipment	6	1	2
Deferred taxation assets	8	-	-
		1	2
Current assets			
Trade and other receivables	7	287	271
Cash and cash equivalents		851	452
		1,138	723
Current liabilities			
Trade and other payables	9	(176)	(209)
Current taxation liabilities		(111)	(60)
		(287)	(269)
Net current assets		851	454
Net Assets		852	456
Capital and reserves			
Called-up equity share capital	11	75	75
Retained earnings	12	777	381
Shareholders' funds		852	456

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

These financial statements were approved by the directors and authorised for issue on 31/12/2012 and are signed on their behalf by


E J O'Toole

The notes on pages 10 to 17 form part of these financial statements.

Eastport UK Cargo Handling Limited
Statement of Cash Flow
For the Year Ended 31 December 2011

	Year to 31 Dec 2011 £000's	Year to 31 Dec 2010 £000's
Cash flows from operating activities		
Operating profit	511	377
Adjustments for		
Depreciation	1	-
Increase in receivables	(16)	(43)
Decrease in payables	(33)	(38)
Cash generated from operations	463	296
Taxation	(64)	-
Net cash generated from operations	399	296
Cash flows from investing activities		
Proceeds from disposal of fixed assets	-	57
Payments to acquire property, plant & equipment	-	(2)
Net cash inflow from investing activities	399	55
Net Increase in cash and cash equivalents	399	351
Cash and cash equivalents at 1 January 2011	452	101
Cash and cash equivalents at 31 December 2011	851	452
Reconciliation of cash and cash equivalents		
Cash at bank	851	452
Net cash and cash equivalents	851	452

The notes on pages 10 to 17 form part of these financial statements.

Eastport UK Cargo Handling Limited

Notes to Financial Statements

For the Year Ended 31 December 2011

1 Authorisation of financial statements

The financial statements for the year ended 31 December 2011 have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union as they apply to the financial statements of the Company for the year ended 31 December 2011

2 Accounting Policies

a) Basis of accounting

The Company's financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union as they apply to the financial statements of the Company for the year ended 31 December 2011 and applied in accordance with the Companies Act 2006. The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2011.

The company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

b) Changes in accounting policies and disclosures

The Company accounting policies are consistent with those of the previous year and reflect new IFRS standards, amendments and interpretations where appropriate.

The Company has reviewed IFRS standards, amendments and interpretations that became mandatory for accounting periods beginning after 1 January 2011 and consider that none of these have an immediate or material impact on its financial statements.

At the date of authorisation of these financial statements the IASB and IFRIC have issued the following standards, amendments and interpretations with an effective date of implementation for accounting periods beginning after the start of the company's current financial statements. The directors do not anticipate that the adoption of these standards, amendments and interpretations will have a material impact on the Company's financial statements in the period of initial application.

New/Revised International Financial Reporting Standards		Issued/Revised	Effective Date
IFRS 1	First-time Adoption of International Financial Reporting Standards - Replacement of 'fixed dates' for certain exceptions with 'the date of transition to IFRSs'	December 2010	Annual periods beginning on or after 1 July 2011
	First-time Adoption of International Financial Reporting Standards - Additional exemption for entities ceasing to suffer from severe hyperinflation	December 2010	Annual periods beginning on or after 1 July 2011

Eastport UK Cargo Handling Limited
Notes to Financial Statements
For the Year Ended 31 December 2011

IFRS 7	Financial Instruments Disclosure - Amendments enhancing disclosures about transfers of financial assets	October 2010	Annual periods beginning on or after 1 July 2011
	Financial Instruments Disclosures – Amendments enhancing disclosures about offsetting of financial assets and financial liabilities	December 2011	Annual periods beginning on or after 1 January 2013 and interim periods within those periods
	Financial Instruments Disclosures – Amendments requiring disclosures about the initial application of IFRS 9	December 2011	Annual periods beginning on or after 1 January 2015 (or otherwise when IFRS 9 is first applied)
IFRS 9	Financial Instruments Classification and Measurement	October 2010	Annual periods beginning on or after 1 January 2015
	Financial Instruments – Accounting for financial liabilities and derecognition	October 2010	Annual periods beginning on or after 1 January 2015
IFRS 10	Consolidated Financial Statements	May 2011	Annual periods beginning on or after 1 January 2015
IFRS 11	Joint Arrangements	May 2011	Annual periods beginning on or after 1 January 2012
IFRS 12	Disclosure of Interests in Other Entities	May 2011	Annual periods beginning on or after 1 January 2013
IFRS 13	Fair Value Measurement	May 2011	Annual periods beginning on or after 1 January 2013
New/Revised International Accounting Standards		Issued/Revised	Effective Date
IAS 1	Presentation of Financial Statements – Amendments to revise the way other comprehensive income is presented	June 2011	Annual periods beginning on or after 1 July 2012
IAS 12	Income Taxes - Limited scope amendment (recovery of underlying assets)	December 2010	Annual periods beginning on or after 1 January 2012
IAS 19	Employee Benefits – Amended Standard resulting from the Post-Employment Benefits and Termination Benefits Projects	Amended June 2011	Annual periods beginning on or after 1 January 2013
IAS 27	Consolidated and Separate Financial Statements – Reissued as IAS 27 <i>Separate Financial Statements</i> (as amended in 2011)	May 2011	Annual periods beginning on or after 1 January 2013
IAS 28	Investments in Associates – Reissued as IAS 28 <i>Investments in Associates and Joint Ventures</i> (as amended in 2011)	May 2011	Annual periods beginning on or after 1 January 2013
IAS 32	Financial Instruments Presentation – Amendments to application guidance on the offsetting of financial assets and financial liabilities	December 2011	Annual periods beginning on or after 1 January 2014

Eastport UK Cargo Handling Limited

Notes to Financial Statements

For the Year Ended 31 December 2011

Interpretations

IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine

Effective Date

Annual periods beginning on or after 1 January 2013

The Directors do not anticipate that the adoption of these standards and interpretations, or the amendments to existing standards as a result of the 2010 and 2011 annual improvements, will have a material impact on the financial statements in the year of initial application

c) Plant and Equipment

Plant and Equipment is stated at cost less accumulated depreciation. Cost comprises the aggregate amount paid and fair value of any consideration given to acquire the asset and includes costs directly attributable to making the asset capable of operating as intended.

The directors review regularly the carrying value of plant and equipment for indications of impairment.

Depreciation is provided on plant and equipment at rates sufficient to write off the cost or fair value amount of the assets less the estimated residual value over their expected useful lives, on a straight line basis. The principal annual rate used for this purpose was straight line at 20%.

d) Deferred Taxation

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the exception that 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 differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantially enacted at the balance sheet date.

e) Operating Leases

Operating lease rentals are charged to the income statement over the period of the lease.

f) Revenue

Revenue is recognised to the extent that it is probable that economic benefits will accrue to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, value added tax and other sales taxes. Revenue includes the invoiced value for the provision of services, and is stated net of VAT.

g) Financial Instruments

Financial assets

Trade & Other receivables

Trade receivables are recognised and carried at the lower of their original invoiced value and recoverable amount.

Inventories

Inventories are stated at the lower of cost and net realisable value.

Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Eastport UK Cargo Handling Limited

Notes to Financial Statements

For the Year Ended 31 December 2011

Financial Liabilities and Equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. The accounting policies adopted for specific financial liabilities and equity instruments are set out below.

Trade Payables

Trade Payables are initially recognised at fair value and subsequently measured to reflect their fair value.

Equity Instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

The company operates a group personal pension scheme for the benefit of the employees. The assets of the scheme are administered by trustees in funds independent from those of the company.

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

3 Operating Profit

Operating Profit is stated after charging/(crediting)

	Year to 31 Dec 2011 £000's	Year to 31 Dec 2010 £000's
Pension fund contributions	1	-
Depreciation	-	-
Auditor's fees – Audit of financial statements	4	5
Exceptional item – Redundancy costs	-	(50)
	<hr/>	<hr/>

4 Directors' remuneration

During the year no Director received any emoluments (2010: £nil). The Directors of the Company were also Directors of International Port Holdings Limited and fellow Group undertakings. The Directors' remuneration for the year was paid by International Port Holdings Limited. The Directors do not believe that it is practicable to apportion remuneration between their services as Directors of the Company and fellow Group undertakings.

Eastport UK Cargo Handling Limited
Notes to Financial Statements
For the Year Ended 31 December 2011

5 Taxation on ordinary activities

Analysis of charge in the year

	£000's	Year to 31 Dec 2011 £000's	£000's	Year to 31 Dec 2010 £000's
Corporation tax				
Corporation tax on profits for the period		136		60
Adjustments recognised in the current year in relation to the current tax of prior years		(21)		-
Deferred tax				
Originating and reversal of timing differences	-		41	
Effect of changes in tax rate on opening asset	-		(10)	
		-		31
Taxation of profit for the financial year		115		91

Reconciliation between accounting profit and tax charge

	Year to 31 Dec 2011 £000's	Year to 31 Dec 2010 £000's
Profit on ordinary activities before taxation	511	377
Profit on ordinary activities multiplied by the standard rate of tax of 26.5% (2010 – 28%)	136	106
Effects of		
Utilisation of brought forward tax losses	-	(46)
Total current tax charge	136	60

6. Property, Plant and equipment

Cost or valuation

At 1 January 2011 and 31 December 2011

Depreciation

At 1 January 2011

Charge for the year

At 31 December 2011

Net book value at 31 December 2010

Net book value at 31 December 2011

**Plant, machinery and
Other Assets
£000's**

2

-

1

1

2

1

Eastport UK Cargo Handling Limited
Notes to Financial Statements
For the Year Ended 31 December 2011

7. Trade and other receivable	2011 £000's	2010 £000's
Trade receivables	256	215
Less provisions for irrecoverable items	(2)	(2)
	<u>254</u>	<u>213</u>
Amounts owed by group undertakings	15	21
VAT	12	32
Other receivables	6	5
	<u>287</u>	<u>271</u>

Credit risk

The Company's credit risk is primarily attributable to its trade receivables. The amounts presented in the statement of financial position are net of allowances for doubtful receivables.

The Company has no significant concentration of credit risk, with exposure spread over a relatively large number of counterparties and customers.

8. Deferred taxation

The deferred tax included in the statement of financial position is as follows

	2011 £000's	2010 £000's
Included in non-current assets	-	-

The movement in the deferred taxation account during the year was as follows

	2011 £000's	2010 £000's
Balance brought forward	-	31
Profit and loss account movement arising during the year	-	(31)
Balance carried forward	<u>-</u>	<u>-</u>

The balance of the deferred taxation consists of the tax effect of timing differences in respect of

	2011 £000's	2010 £000's
Excess of depreciation over capital allowances	-	-
Tax losses	-	-
	<u>-</u>	<u>-</u>

Eastport UK Cargo Handling Limited
Notes to Financial Statements
For the Year Ended 31 December 2011

9 Trade and other payables	2011 £000's	2010 £000's
Trade payables	76	83
Amounts owed to group undertakings	81	67
PAYE and social security	4	4
Accruals and deferred income	15	55
	<u>176</u>	<u>209</u>

10. Related party transactions

The Company traded throughout the year with the following related parties

Great Yarmouth Port Company Limited (immediate parent company)

	2011 £000's	2010 £000's
Sales	172	181
Purchases	813	735
Year end receivable	15	21
Year end payable	81	67

The Company also sold in the prior year Plant & Equipment assets to Great Yarmouth Port Company Limited, the company's immediate parent company, amounting to £57,000. No such transaction has occurred in the current year.

11 Share capital

Authorised share capital

	2011 £000's	2010 £000's
250,000 Ordinary shares of £1 each	250	250

Allotted, called up and fully paid

	2011		2010	
	No	£000's	No	£000's
Ordinary share of £1 each	75,000	75	75,000	75

12 Retained earnings

	Year to 31 Dec 2011 £000's	Year to 31 Dec 2010 £000's
Balance brought forward	381	95
Profit for the financial year	364	286
	<u>745</u>	<u>381</u>
Balance carried forward		

Eastport UK Cargo Handling Limited
Notes to Financial Statements
For the Year Ended 31 December 2011

13. Pension Commitments

The Company operates a group personal pension scheme for the benefit of the employees. The assets of the scheme are administered by trustees in funds independent from those of the Company.

The total expense recognised in the statement of comprehensive income represents contributions payable to the scheme. At the 31 December 2011 contributions of £242 (31 December 2010: £74) were owed to the scheme.

14. Ultimate Parent and controlling party

Great Yarmouth Port Company Limited is the immediate parent undertaking, registered in England.

The results of the Company are included in the group accounts of International Port Holdings Limited, a company registered in England, the most senior parent company within the group which prepares consolidated financial statements. The registered office of International Port Holdings Limited is The Peak, 5 Wilton Road, London, SW1V 1AN.

The ultimate controlling party is considered to be Global Infrastructure IPH Acquisition Partners L.P.