

ELEMENTIS SERVICES LIMITED
Registered Number: 1708894

REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

SATURDAY



A3AZT8UP

A17

28/06/2014

#155

COMPANIES HOUSE

ELEMENTIS SERVICES LIMITED

Directors' report for the year ended 31 December 2013

The directors submit their report and the audited financial statements for the year ended 31 December 2013.

Principal activities and business review

The Company does not actively trade and its principal purpose is to hold environmental provisions in respect of legacy operations of Elementis plc within the UK.

The results for the year ended 31 December 2013 and the state of affairs of the Company at that date are set out in the annexed accounts.

Directors

The directors of the Company who served during the year were as follows:

BG Taylorson
W Wong
JJH Sergeant

Dividends

No dividend was paid or proposed during the year (2012: £nil).

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

KPMG Audit Plc has instigated an orderly wind down of business and has notified the Company that they are not seeking reappointment. KPMG LLP, an intermediate parent, will immediately be seeking appointment as statutory auditor.

ELEMENTIS SERVICES LIMITED

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

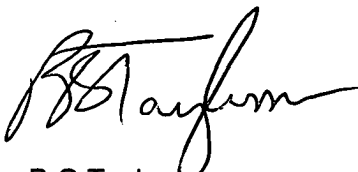
Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the Board



B G Taylorson
Director

27 JUNE 2014

Registered office:
10 Albemarle Street
London
W1S 4HH

Independent auditor's report to the members of ELEMENTIS SERVICES LIMITED

We have audited the financial statements of Elementis Services Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, Balance Sheet and related notes. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 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 set out on pages 1 to 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 Practises Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate

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 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

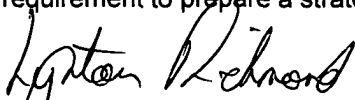
Opinion on other matter prescribed by the Companies Act 2006

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.

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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



Lynton Richmond

(Senior Statutory Auditor)

for and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants

15 Canada Square

London

E14 5GL

27th JUNE 2014

ELEMENTIS SERVICES LIMITED

PROFIT AND LOSS ACCOUNT for the year ended 31 December 2013

	Note	2013 £'000	2012 £'000
Exceptional items			
Reversal of environmental provision	3	<u>6,000</u>	<u>-</u>
Profit on ordinary activities before tax		6,000	-
Tax on profit on ordinary activities	4	<u>-</u>	<u>-</u>
Profit for the financial year		<u>6,000</u>	<u>-</u>

There is no difference between the results above and their historic cost equivalents.

There are no recognised gains and losses other than those in the profit and loss account above.

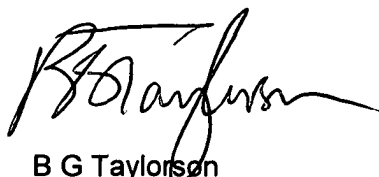
During 2012, the Company did not trade and received no income and incurred no expenditure. Consequently the Company made neither a profit nor loss in that year. During 2013, the Company did not trade and received no income and incurred no expenditure. However the reversal of a prior period charge that had been made to set up an environmental provision resulted in the Company making a profit in the year.

ELEMENTIS SERVICES LIMITED

BALANCE SHEET at 31 December 2013

	Note	2013 £'000	2012 £'000
Current assets			
Debtors	5	6,459	6,459
Creditors: amounts falling due within one year	6	<u>(206)</u>	<u>(206)</u>
Net current assets		6,253	6,253
Provisions for liabilities and charges	7	-	(6,000)
Net assets		<u>6,253</u>	<u>253</u>
Capital and reserves			
Called up share capital	8	-	-
Profit and loss account		<u>6,253</u>	<u>253</u>
Shareholders' funds – equity		<u>6,253</u>	<u>253</u>

The notes on pages 6 to 8 form part of these financial statements.



B G Taylorson
Director

Approved by the Board on 27 JUNE 2014

ELEMENTIS SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2013

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with generally accepted accounting principles and applicable accounting standards applied consistently.

2 Administrative expenses

Auditors' remuneration and expenses are borne by Elementis Holdings Limited, an intermediate parent undertaking.

The emoluments of all the directors are borne by the Company's parent undertaking, Elementis plc, or another group undertaking

There were no other employees in the year (2012: nil).

3 Exceptional items

A fixed term indemnity given by the company to a third party in 1998 expired during 2013 and, as a result, the related balance sheet provision of £6m was released.

4 Tax

	2013 £'000	2012 £'000
Factors affecting tax charge for the year:		
Profit on ordinary activities before tax	6,000	-
Tax on ordinary activities at 23.25% (2012: 24.5%)	(1,395)	-
Exceptional items not taxable	1,395	-
Current tax charge for the year	<u>-</u>	<u>-</u>

5 Debtors

	2013 £'000	2012 £'000
Amounts owed by group undertakings	<u>6,459</u>	<u>6,459</u>

ELEMENTIS SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2013 (continued)

6 Creditors: amounts falling due within one year

	2013 £'000	2012 £'000
Amounts owed to group undertakings	<u>206</u>	<u>206</u>

7 Provisions for liabilities and charges

	Environmental provision £'000
At 1 January 2013	6,000
Exceptional items – unused amounts reversed	<u>(6,000)</u>
At 31 December 2013	<u>-</u>

The environmental provision related to a chemical manufacturing site no longer owned by the Elementis plc Group. Following the expiry in 2013 of the fixed term indemnity given to the third party owners in 1998 the environmental provision has been released.

8 Called up share capital

	Issued and fully paid	
	2013 £	2012 £
Ordinary shares of £1 each	<u>2</u>	<u>2</u>

9 Parent and ultimate parent undertakings

The Company's ultimate parent undertaking is Elementis plc. The Company's immediate parent undertaking is Elementis UK Limited.

Elementis plc was the smallest and largest group to consolidate the financial statements of the Company. Copies of the consolidated financial statements of Elementis plc may be obtained from 10 Albemarle Street, London, W1S 4HH.

ELEMENTIS SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2013 (continued)

10 Related party transactions

As the Company is a wholly owned subsidiary, advantage has been taken of the exemption afforded by FRS8 not to disclose any related party transactions with other members of the Group or its associates and joint ventures.

11 Cash flow statement

The ultimate parent undertaking has presented in its consolidated financial statements a group cash flow statement. Accordingly the Company has taken advantage of the exemption available under FRS1 to dispense with presenting its own cash flow statement.