

**BYZAK LIMITED**

**Annual Report and Financial Statements**

**For the year ended 31 December 2013**



**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

|           |                              |
|-----------|------------------------------|
| R Ward    | (appointed 28 November 2013) |
| D Arnold  | (resigned 8 April 2013)      |
| J Flood   | (resigned 19 July 2013)      |
| I Fraser  | (resigned 8 April 2013)      |
| D Holland |                              |
| A Nelson  | (appointed 8 April 2013)     |
| M Ewell   | (appointed 8 April 2013)     |

**COMPANY SECRETARY**

Sherard Secretariat Services Limited (appointed 11 June 13)  
P Birch (resigned 10 June 2013)

**REGISTERED OFFICE**

The Sherard Building  
Edmund Halley Road  
Oxford  
OX4 4DQ

**BANKERS**

Lloyds TSB Bank plc  
1<sup>st</sup> Floor  
25 Gresham Street  
London  
E2V 7HN

**AUDITOR**

Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London  
United Kingdom

## **STRATEGIC REPORT**

The Company's principal activity during the year remained primarily within the UK water industry for works utilising our civil, electrical and mechanical expertise.

Revenue in the year reduced by 21% to £36.1m reflecting both the completion of a number of legacy schemes in the year and a general reduction in spend by the Company's customers.

The profitability in the year was significantly impacted by the completion of the legacy schemes resulting in a drop in margin. The majority of the low margin legacy schemes have now completed and the Company has been successful in renewing certain contracts at improved rates during the year which should result in improved profitability in the coming years.

## **RESULTS AND DIVIDENDS**

The loss after tax for the period ended 31 December 2013 is £5,625,000 (2012: loss of £2,456,000).

No dividends were paid during the year (2012: £nil). The retained loss for the period ended 31 December 2013 has been transferred from reserves.

## **PRINCIPAL RISKS AND UNCERTAINTIES**

### *Financial risks*

As part of its ordinary activities, the Company is exposed to a number of financial risks, including liquidity and credit risks. The Company has adequate policies and procedures in place to monitor and manage these risks.

Liquidity risk relates to the Company's ability to meet the cash flow requirements of the operations. The Company is part of the Amey Group and has access to its facilities.

Credit risk relates principally to invoiced trade receivables from customers. We assess all customers before trading commences and have detailed policies and procedures to monitor each situation. The nature of our customer base is such that we have limited exposure to bad debts.

### *Commercial relationships*

The Company has significant commercial relationships with a number of Utility services companies. The loss of a contractual commercial relationship could have an adverse impact on the Company's future profitability and cash flows. The size and scale of the Company is such that whilst the loss of a single contract exposes the organisation financially it should not expose the Company to an adverse movement in profits and cashflow. The risk is managed through regular reviews and contact with the senior management of these customers in order that we respond to their needs and deliver the expected service, thereby maximising our chances of retaining those contracts. We ensure that we have sufficient alternative contract opportunities so that we can replace swiftly any loss of work. All of our main contracts are with organisations that face a lower risk of bankruptcy or the inability to pay us for agreed essential services.

### *Competitor risk*

There are a number of other companies that provide services that are similar to those of the Company. They compete with us in our chosen markets and could succeed in displacing us on contracts resulting in loss of revenue and/or pressure on operating margins. This is the normal competitive environment in which most companies operate. We undertake a regular review of all our markets and the activities of competitors are closely monitored. The development of innovative products and services and building close relationships with our customers are seen as key activities to maintain our competitive advantage. Through the integration of services, the re-engineering of operations and at least cost we believe that we are maintaining a competitive edge.

**STRATEGIC REPORT(continued)**

**KEY PERFORMANCE INDICATORS**

The Company's risks and 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 2013. The Company is a member of the utilities division of the Group.

Approved by the Board of Directors  
and signed by order of the Board:



Paul Birch  
For and on behalf of  
Sherard Secretariat Services Limited  
(Corporate Company Secretary)  
24 June 2014

## DIRECTORS REPORT

The Directors present their Annual Report and the audited financial statements for the year ended **31 December 2013**

### DIRECTORS

The names of the Directors who served throughout the period and thereafter, are shown on page 1.

### CHANGE OF OWNERSHIP

This Company is a wholly owned subsidiary of Enterprise Limited, see note 16. On 8 April 2013, the Company's intermediate parent company, Enterprise Limited (formerly Enterprise plc) was acquired by Ferrovial Servicios S.A.

### 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.

### EMPLOYMENT

#### *Employee engagement*

The Amey Group's ("Group") policy is to have open and regular communication with all Group employees through both formal and informal processes which are regularly reviewed and developed. Employees are provided with information about the Group through Chief Executive Officer briefings, 'Hub', the employee magazine and 'Connect', a monthly newsletter update which has kept all Group employees updated on integration activities following the acquisition of Enterprise. This is in addition to a monthly cascade briefing process for line managers. The Group also regularly reviews and updates its intranet site, AmeyWorld which provides a wealth of information accessible across the Group including news, processes and results. In addition Toolbox Talks provide regular communications to operatives with updates on Health and Safety and contract or site information together with corporate messages. Members of the Group pension schemes also receive regular reports and communications on matters relating to their pensions. The Group also conducted an employee survey during 2013 which has assisted the Directors' understanding of the areas which required action to improve the business.

#### *Diversity and inclusion*

The Group recognises and values the diversity of employees, customers and the general community in which it operates. As an integral part of this philosophy, the principle of valuing diversity and sustaining the inclusive culture is actively promoted. The Group's aim is to ensure that no job applicant, employee or former employee receives less favourable treatment on the grounds of colour, age, race, nationality, responsibility for dependants, ethnic or national origin, gender, marital status, sexual orientation, religion, beliefs or as a consequence of unlawful discrimination relating to disability.

#### *Disabled employees*

The Group encourages the recruitment, training, promotion and career development of disabled people on the basis of their aptitude and abilities and the retention and re-training of employees who become disabled. Disabled persons are employed under normal terms and conditions. Any reasonable adjustments are made that are necessary to assist disabled employees to perform their role. Work locations are assessed continually to ensure disability does not inhibit access or usage for employees, customers or the wider community.

### ENVIRONMENT

The Amey Group recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce the damage that might be caused by the Group's activities. The Company operates within the Group's policies, which are described in the Group's Annual Report and do not form part of this report. Incentives designed to minimise the Company's impact on the environment include recycling and reducing energy consumption.

**DIRECTORS REPORT (continued)**

**AUDITOR**

Deloitte LLP have indicated their willingness to continue as the Company's auditor.

*In the case of each of the persons who are Directors of the Company at the date when this report is approved:*

- so far as each of the Directors are aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's auditor is unaware; and
- each of the Directors has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information (as defined) and to establish that the Company's auditor is aware of that information.

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

Approved by the Board of Directors  
and signed by order of the Board:



Paul Birch  
For and on behalf of  
Sherard Secretariat Services Limited  
(Corporate Company Secretary)  
24 June 2014

## **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 BYZAK LIMITED**

We have audited the financial statements of Byzak Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes 1 to 16. 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 2013 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 Strategic Report and 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.



Emma Cox BA ACA (Senior statutory auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom  
25 June 2014



**PROFIT AND LOSS ACCOUNT**  
**For the year ended 31 December 2013**

|  | Note | 2013<br>£'000 | 2012<br>£'000 |
|--|------|---------------|---------------|
| <b>TURNOVER</b>                                    | 2    | 36,108        | 45,757        |
| Cost of sales                                      |      | (31,816)      | (35,292)      |
|  |      | <hr/>         | <hr/>         |
| <b>GROSS PROFIT</b>                                |      | 4,292         | 10,465        |
| Administrative expenses                            |      | (9,994)       | (12,811)      |
|  |      | <hr/>         | <hr/>         |
| <b>OPERATING LOSS</b>                              | 4    | (5,702)       | (2,346)       |
| Interest payable and similar charges               | 5    | (1)           | (2)           |
| Interest receivable and similar income             | 6    | 78            | 65            |
|  |      | <hr/>         | <hr/>         |
| <b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b> |      | (5,625)       | (2,283)       |
| Tax on loss on ordinary activities                 | 7    | -             | (173)         |
|  |      | <hr/>         | <hr/>         |
| <b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>  | 15   | (5,625)       | (2,456)       |
|  |      | <hr/>         | <hr/>         |

The above results all relate to continuing operations.

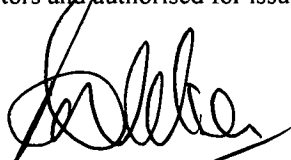
The Company has no recognised gains or losses in the current year or prior period nor any other movements in shareholder's funds. Accordingly a separate statement of total recognised gains and losses has not been prepared.

The notes on pages 10 to 16 form part of these financial statements.

**BALANCE SHEET**  
**As at 31 December 2013**

|   | Note | 31 December 2013 |              | 28 December 2012 |              |
|---|------|------------------|--------------|------------------|--------------|
|   |      | £'000            | £'000        | £'000            | £'000        |
| <b>FIXED ASSETS</b>                                   |      |                  |              |                  |              |
| Tangible assets                                       | 8    |                  | 372          |                  | 352          |
| Investments   | 9    |                  | 10           |                  | 10           |
|   |      |                  | <u>382</u>   |                  | <u>362</u>   |
| <b>CURRENT ASSETS</b>                                 |      |                  |              |                  |              |
| Stock   |      | 614              |              | -                |              |
| Debtors   | 10   | 7,420            |              | 9,496            |              |
| Cash at bank and in hand                              |      | 842              |              | 9,374            |              |
|   |      | <u>8,876</u>     |              | <u>18,870</u>    |              |
| <b>CREDITORS: amounts falling due within one year</b> | 11   | <u>(7,943)</u>   |              | <u>(12,292)</u>  |              |
| <b>NET CURRENT ASSETS</b>                             |      |                  | 933          |                  | 6,578        |
| <b>NET ASSETS</b>                                     |      |                  | <u>1,315</u> |                  | <u>6,940</u> |
| <b>CAPITAL AND RESERVES</b>                           |      |                  |              |                  |              |
| Called up share capital                               | 14   |                  | 50           |                  | 50           |
| Profit and loss account                               | 15   |                  | 1,265        |                  | 6,890        |
| <b>SHAREHOLDER'S FUNDS</b>                            |      |                  | <u>1,315</u> |                  | <u>6,940</u> |

These financial statements of Byzak Limited, registered number 01809458, were approved by the Board of Directors and authorised for issue on 24 June 2014. They were signed on its behalf by:



Andrew L Nelson

Director

The notes on pages 10 to 16 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS

### For the year ended 31 December 2013

#### 1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable law and United Kingdom accounting standards which have been consistently applied throughout the current and prior years. The particular accounting policies adopted are described below.

##### **Basis of preparation**

The financial statements have been prepared in accordance with applicable law and UK Accounting standards and under the historical cost accounting rules.

The financial statements of the Company were prepared to the last Friday of the calendar year in 2012, but on the 31 December in 2013. In line with Companies Act guidelines, the accounts in the prior year have been prepared to 28 December, with an accounting reference date of 31 December. In the current year, the accounts preparation date and accounting reference date are the same.

Throughout the financial statements, Directors' Report and Strategic Report, references to 2012 mean at 28 December 2012, references to 2013 mean at 31 December 2013.

##### **Basis of Consolidation**

The company is exempt from preparing consolidated financial statements under section 400 of the Companies Act 2006 under 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**

A review of the business performance is set in the Strategic report. Following the sale of the shares in Enterprise Limited (formerly Enterprise plc) to Ferrovial Servicios, S.A., the whole of the external debt of Enterprise Limited (formerly Enterprise plc) was repaid and the facility terminated. In the short term, Enterprise will operate using its own cash and working capital facilities until such point as the Group is brought into the wider UK facilities of the Ferrovial Group. As such, the Directors initial assessment of going concern considers Enterprise on a standalone position.

Enterprise Limited (formerly Enterprise plc) and its subsidiaries manage their cash on a Group basis. Despite the challenging environment in 2013 the Group generated strong cashflows and maintained a high degree of liquidity. Group cash balances at 31 December 2013 were £35.8m. In addition, the Group held £80m of on demand facilities with the Amey group of companies.

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. The Directors are aware of the plans to integrate the business into the wider UK operations of Amey plc in order to realise synergy benefits and have considered the impact of these intentions on the cashflow forecasts described above. As a result of their considerations, the Directors have concluded that they have a reasonable expectation that Enterprise Limited (formerly Enterprise plc) and its subsidiaries will have adequate resources to continue to operate as going concerns for the foreseeable future, being 12 months from the date of signing these financial statements. Accordingly they continue to adopt the going concern basis in the preparation of these financial statements.

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

**1. ACCOUNTING POLICIES (continued)**

**Cash flow statement**

The Company has taken advantage of the exemption conferred by FRS1 (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.

**Tangible fixed assets**

Tangible fixed assets are stated at historical cost. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Finance costs are not capitalised.

Depreciation is provided on cost in equal annual instalments over the estimated useful lives of the assets. The rates of depreciation are as follows:

|  |                  |
|--|------------------|
| Plant and machinery and office equipment | 10-33% per annum |
| Motor vehicles                           | 25% per annum    |

**Leases**

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.

**Post retirement benefits**

The Company operates a money purchase scheme for certain of its Directors and senior employees. The assets of the scheme are held separately from those of the Company in independently administered funds. The unpaid contributions outstanding at the period end are included in "accruals and deferred income".

**Stock**

Stock consists of consumables and is valued at the lower of cost and net realisable value. Cost represents the cost of material purchased. There is no material difference between the balance sheet value of stocks and their replacement cost.

**Contracts**

The activities of the Company are largely undertaken through long-term framework contracts under which profit is recognised in line with each separate supply. Where losses are foreseeable in respect of future supplies committed under those framework contracts, provision is made. In addition, a provision is maintained for future remedial works that may be required in respect of supplies already made.

For contracts which are not framework contracts, and where the outcome of the contract can be estimated reliably, revenue and cost are recognised by reference to the stage of completion of the contract activity at the balance sheet date, as measured by the proportion of total costs at the balance sheet date to the estimated total cost of the contract. Where it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

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

**1. ACCOUNTING POLICIES (continued)**

**Taxation**

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

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 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 profit and its results as stated in the financial statements that 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, on the basis of all available evidence, it can be regarded as 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 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.

Deferred taxation was previously provided using the liability method on all timing differences only to the extent that they were expected to reverse in the future without being replaced.

**Related party transactions**

The Company has taken the exemption provided by FRS8 from disclosing related party transactions with the Amey Group on the grounds that the Company is 100% owned.

**2. TURNOVER**

Turnover represents amounts derived from the provision of goods and services which fall within the Company's ordinary activities after deduction of trade discounts and value added tax. The turnover and pre-tax profit is attributable to the Company's principal activity and arises in the United Kingdom.

**3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

During 2013 none of the Directors received any emoluments for their services to the Company (2012: nil). The remuneration is borne by another Group Company. The Directors are all employees of another Group Company and are remunerated by that Company. It is not practicable to split the remuneration between companies within the Group.

|   | 2013<br>No.           | 2012<br>No.           |
|---|-----------------------|-----------------------|
| <b>Average number of persons employed (including Directors)</b> |                       |                       |
| Operatives  | 245                   | 199                   |
| Management and administration                                   | 41                    | 33                    |
|   | <u>286</u>            | <u>232</u>            |
| <b>Staff costs during the year (including Directors)</b>        | <b>2013<br/>£'000</b> | <b>2012<br/>£'000</b> |
| Wages and salaries  | 8,084                 | 9,508                 |
| Social security costs   | 766                   | 870                   |
| Pension costs   | 243                   | 10                    |
|   | <u>9,093</u>          | <u>10,388</u>         |

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

**4. OPERATING LOSS**

|  | <b>2013</b><br><b>£'000</b> | <b>2012</b><br><b>£'000</b> |
|--|-----------------------------|-----------------------------|
| Operating loss is stated after charging/(crediting): |                             |                             |
| Operating lease rentals – land and buildings         | 81                          | 88                          |
| Depreciation   |                             |                             |
| Owned assets   | 108                         | 95                          |
| Profit on disposal of fixed assets                   | -                           | (54)                        |
|  | <u>          </u>           | <u>          </u>           |

Auditor fees are borne by another Group Company in the current year (2012: same). No non-audit services were performed in either period.

**5. INTEREST PAYABLE AND SIMILAR CHARGES**

|                       | <b>2013</b><br><b>£'000</b> | <b>2012</b><br><b>£'000</b> |
|-----------------------|-----------------------------|-----------------------------|
| Bank interest payable | 1                           | 2                           |
|                       | <u>          </u>           | <u>          </u>           |

**6. INTEREST RECEIVABLE AND SIMILAR INCOME**

|                          | <b>2013</b><br><b>£'000</b> | <b>2012</b><br><b>£'000</b> |
|--------------------------|-----------------------------|-----------------------------|
| Bank interest receivable | 78                          | 65                          |
|                          | <u>          </u>           | <u>          </u>           |

**7. TAX ON LOSS ON ORDINARY ACTIVITIES**

|                                | <b>2013</b><br><b>£'000</b> | <b>2012</b><br><b>£'000</b> |
|--------------------------------|-----------------------------|-----------------------------|
| United Kingdom corporation tax |                             |                             |
| - current year                 | -                           | -                           |
| - prior period                 | -                           | 13                          |
|                                | <u>          </u>           | <u>          </u>           |
|                                | -                           | 13                          |
| Deferred taxation              |                             |                             |
| - current year                 | -                           | (27)                        |
| - prior period                 | -                           | 187                         |
|                                | <u>          </u>           | <u>          </u>           |
| Tax charge                     | -                           | 173                         |
|                                | <u>          </u>           | <u>          </u>           |

The tax assessed for the year is higher (2012: higher) than that resulting from applying the standard rate of corporation tax in the UK at 23.25% (2012: 24.5%).

|   | <b>2013</b><br><b>£'000</b> | <b>2012</b><br><b>£'000</b> |
|---|-----------------------------|-----------------------------|
| The differences are explained below:      |                             |                             |
| Loss on ordinary activities before tax    | (5,625)                     | (2,283)                     |
| Tax at 23.25% (2012: 24.5%) thereon       | (1,308)                     | (559)                       |
| Effects of:                               |                             |                             |
| Group relief                              | 1,344                       | 617                         |
| Prior period adjustment                   | -                           | 13                          |
| Expenses not deductible for tax purposes  | (36)                        | (38)                        |
| Depreciation less than capital allowances | -                           | (19)                        |
|   | <u>          </u>           | <u>          </u>           |
| Current tax charge for the year           | -                           | 13                          |
|   | <u>          </u>           | <u>          </u>           |

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

**8. TANGIBLE FIXED ASSETS**

|                                 | Plant and<br>machinery<br>£'000 | Motor<br>vehicles<br>£'000 | Office<br>equipment<br>£'000 | Total<br>£'000 |
|---------------------------------|---------------------------------|----------------------------|------------------------------|----------------|
| <b>Cost</b>                     |                                 |                            |                              |                |
| At 28 December 2012             | 6,817                           | 288                        | 459                          | 7,564          |
| Additions                       | -                               | -                          | 128                          | 128            |
| Disposals                       | (303)                           | -                          | -                            | (303)          |
| At 31 December 2013             | 6,514                           | 288                        | 587                          | 7,389          |
| <b>Accumulated depreciation</b> |                                 |                            |                              |                |
| At 28 December 2012             | 6,817                           | 152                        | 243                          | 7,212          |
| Charge for the period           | -                               | 68                         | 40                           | 108            |
| Disposals                       | (303)                           | -                          | -                            | (303)          |
| At 31 December 2013             | 6,514                           | 220                        | 383                          | 7,017          |
| <b>Net book value</b>           |                                 |                            |                              |                |
| At 31 December 2013             | -                               | 68                         | 304                          | 372            |
| At 28 December 2012             | -                               | 136                        | 216                          | 352            |

**9. INVESTMENTS**

|  | Shares in<br>Group<br>undertakings<br>£'000 |
|--|---|
| <b>Cost</b>                              |   |
| At 28 December 2012 and 31 December 2013 | 10  |
| <b>Net book value</b>                    |   |
| At 28 December 2012 and 31 December 2013 | 10  |

The Company owns 100% of the issued share capital of Byzak Contractors (Scotland) Limited, which is registered in Scotland. The Company is dormant.

**10. DEBTORS**

|                                    | 2013<br>£'000 | 2012<br>£'000 |
|------------------------------------|---------------|---------------|
| <b>Amounts due within one year</b> |               |               |
| Amounts recoverable on contracts   | 5,390         | 5,959         |
| Other debtors                      | 409           | 1,008         |
| Amounts owed by Group undertakings | 1,621         | 2,529         |
|                                    | 7,420         | 9,496         |

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

**11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

|                                    | <b>2013</b>  | <b>2012</b>   |
|------------------------------------|--------------|---------------|
|                                    | <b>£'000</b> | <b>£'000</b>  |
| Amounts owed to Group undertakings | -            | 3,225         |
| Trade creditors                    | 796          | 6,009         |
| Taxation and social security       | 1,244        | 1,309         |
| Accruals and deferred income       | 5,903        | 1,749         |
|                                    | <u>7,943</u> | <u>12,292</u> |

**12. DEFERRED TAX - ASSET**

There is unprovided deferred asset tax of £46,000 at 31 December 2013 (2012: £128,000).

**13. COMMITMENTS UNDER OPERATING LEASES**

At 31 December 2013 the Company had annual commitments under non-cancellable operating leases as set out below:

|                                | <b>Land and buildings</b> | <b>Land and buildings</b> |
|--------------------------------|---------------------------|---------------------------|
|                                | <b>2013</b>               | <b>2012</b>               |
|                                | <b>£'000</b>              | <b>£'000</b>              |
| Operating leases which expire: |                           |                           |
| Within 1 year                  | 4                         | 1                         |
| Within 2-5 years               | 77                        | 86                        |
|                                | <u>81</u>                 | <u>87</u>                 |

**14. CALLED-UP SHARE CAPITAL**

|   | <b>2013</b>    | <b>2012</b>    |
|---|----------------|----------------|
|   | <b>£'000</b>   | <b>£'000</b>   |
| <b>Authorised share capital:</b>          |                |                |
| 385,000 Ordinary A shares of £0.10 each   | 38.50          | 38.50          |
| 115,000 Ordinary B Shares of £0.10 each   | 11.50          | 11.50          |
|   | <u>50.00</u>   | <u>50.00</u>   |
| <b>Allotted, called-up and fully paid</b> |                |                |
|   | <b>2013</b>    | <b>2012</b>    |
|   | <b>No.</b>     | <b>No.</b>     |
|   | <b>£'000.</b>  | <b>£'000</b>   |
| 385,000 Ordinary A shares of £0.10 each   | 385,000        | 385,000        |
| 115,000 Ordinary B Shares of £0.10 each   | 115,000        | 115,000        |
|   | <u>500,000</u> | <u>500,000</u> |
|   | <u>50.00</u>   | <u>50.00</u>   |

The ordinary B shares carry no voting rights and no rights to dividends.



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

**15. PROFIT AND LOSS ACCOUNT**

|                     | £'000       |
|---------------------|-------------|
| At 28 December 2012 | 6,890       |
| Loss for the period | (5,625)     |
|                     | <hr/>       |
| At 31 December 2013 | 1,265       |
|                     | <hr/> <hr/> |

**16. ULTIMATE PARENT COMPANY**

The Company's immediate parent Company is Globemile Limited, a Company registered in England and Wales.

Until 8 April 2013, the Company's ultimate parent Company and controlling party was Enterprise Group Holdings Limited, a Company registered in England and Wales.

As noted in the Directors report, on 8 April 2013 the whole of the issued share capital of Enterprise plc, of which this Company is an indirect subsidiary, was acquired by Ferrovial Servicios S.A. Enterprise Limited (formerly Enterprise plc) was a wholly owned subsidiary of Enterprise Group Holdings Limited until this point. Following the acquisition, Ferrovial, S.A. is the ultimate parent Company, 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