T. Shooter Limited

Directors' report and financial statements

Registered number 2008873

31 December 2007

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Statutory information

Directors

JR Meredith
LJD Cassells
M Robinson

Company secretary

JM Bolton

Joint company secretary

C Favier-Tilston

Registered office

Ground Floor West
900 Pavilion Drive
Northampton Business Park
Northampton
NN4 7RG

Auditors

KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW

Directors' report

The dırectors (the "Dırectors") of T Shooter Lımıted (the "Company") present theır annual report and the audıted financıal statements for the year ended 31 December 2007

Prıncıpal actıvıty

The prıncıpal actıvıty of the Company durıng the financıal year ended 31 December 2007 was the operatıon of a cıvıc amenıty waste dısposal sıte

Developments ın the year

In the opınıon of the Dırectors the Company has traded satısfactorıly durıng the year ended 31 December 2007 and profitabılıty ıs expected to contınue ın the forthcomıng financıal year

Results and dıvıdends

The results of the Company for the year ended 31 December 2007 are set out on page 7 The profit for the financıal year ended 31 December 2007 amounted to £103,000 (*2006 £*112,000*)* The Dırectors do not recommend the payment of a dıvıdend *(2006 £nıl)* and thus the profit for the financıal year of £103,000 *(2006 £112,000)* has been transferred to reserves

Dırectors

The Dırectors who served as dırectors of the Company durıng the year ended 31 December 2007 and up to the date of thıs report were as follows

JR Meredıth
LJD Cassells
SN Hardman (resıgned 30 Aprıl 2008)
M Robınson

Electıve regime

On 31 July 2003 the Company passed electıve resolutıons ın accordance wıth sectıon 379A of the Companıes Act 1985 as amended (the "Act") to dıspense wıth the formalıtıes of

- the layıng of accounts and reports before the Company ın general meetıng (sectıon 252 of the Act),
- the holdıng of annual general meetıngs (sectıon 366A of the Act), and
- the oblıgatıon to appoınt audıtors annually (sectıon 386 of the Act)

Sectıon 253(2) gıves members the rıght to requıre the layıng of accounts before the Company ın general meetıng To exercıse such rıght, a member must gıve notıce ın wrıtıng to that effect deposıted at the regıstered office of the Company wıthın 28 days of the day on whıch the report and financıal statements are sent out ın accordance wıth sectıon 238(1) of the Act

Directors' report *(continued)*

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

Pursuant to a shareholders' elective resolution passed on 31 July 2003, the Company is not obliged to reappoint its auditors annually and KPMG LLP will therefore continue in office

By order of the board

JM Bolton

Company Secretary

8 May 2008

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)

The financial statements are required by law to 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 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 1985 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

KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW

Independent auditors' report to the members of T. Shooter Limited

We have audited the financial statements of T Shooter Limited for the year ended 31 December 2007 which comprise the Profit and Loss Account, the Balance Sheet and the related notes These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985 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 auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 4

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985 We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements

In addition we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements

Independent auditors' report to the members of T. Shooter Limited *(continued)*

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the Company's affairs as at 31 December 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

KPMG LLP

KPMG LLP
Chartered Accountants
Registered Auditor

14th May 2008

Profit and loss account
year ended 31 December 2007

	Note	2007 £000	2006 £000
Turnover	*2*	**502**	472
Cost of sales		**(434)**	(286)
Gross profit		**68**	186
Administrative expenses		**(21)**	(30)
Profit on ordinary activities before taxation	*3*	**47**	156
Tax on profit on ordinary activities	*5*	**56**	(44)
Profit for the financial year	*11*	**103**	112

All results are derived from continuing operations

There are no recognised gains and losses in either the financial year ended 31 December 2007 or previous financial year other than as stated in the profit and loss account Therefore, no separate statement of total recognised gains and losses has been presented

There is no material difference between the profit on a historical cost basis and that shown in the profit and loss account

Balance sheet
at 31 December 2007

	Note	2007 £000	2006 £000
Fixed assets			
Tangible assets	*6*	**1,074**	1,010
Creditors amounts falling due within one year	*7*	**(527)**	(510)
Net current liabilities		**(527)**	(510)
Total assets less current liabilities		**547**	500
Provisions for liabilities and charges	*8*	**-**	(56)
Net assets		**547**	444
Capital and reserves			
Called up share capital	*9*	**-**	-
Profit and loss account	*10*	**547**	444
Equity shareholders' funds	*11*	**547**	444

These financial statements were approved by the board of Directors on 8 May 2008 and were signed on its behalf by

LJD Cassells
Director

Notes
(forming part of the financial statements)

1 Accounting policies

These financial statements are prepared in accordance with applicable United Kingdom accounting standards

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

Accounting convention

The financial statements are prepared under the historical cost convention

Going concern

The ability of the Company to continue trading in the foreseeable future is largely dependent on the continued support of the Company's indirect parent company, Waste Recycling Group Limited, which has indicated that it intends to provide such funds as are necessary for the Company to continue to trade for the foreseeable future and accordingly the Directors consider that the financial statements should be prepared on a going concern basis

Cash flow exemption

The Company has taken advantage of the exemption, conferred by Financial Reporting Standard 1 (Revised), from presenting a cash flow statement as it is a wholly owned subsidiary of a group which has prepared a consolidated cash flow statement

Turnover

Turnover represents invoiced sales of goods and services excluding value added tax

Tangible fixed assets

The cost of tangible fixed assets is their purchase cost, together with any incidental costs of acquisition

Depreciation of all tangible fixed assets is charged as follows

Plant and machinery	- over 3 to 20 years
Motor vehicles	- over 4 years
Freehold buildings	- over 25 to 50 years

No depreciation is provided for on freehold land

Taxation

The charge for taxation is based on the result for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised with discounting in respect of all timing differences between the treatment of certain items of taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19

2 Turnover

All turnover was generated in the United Kingdom principally from the operation of a civic amenity waste disposal site

Notes *(continued)*

3 Profit on ordinary activities before taxation

	2007 £000	2006 £000
Profit on ordinary activities before taxation is stated after charging		
Depreciation of tangible fixed assets	**197**	49

Auditors' remuneration in respect of audit fees has been met by the Company's direct parent undertaking, Waste Recycling Limited

4 Information regarding directors and employees

None of the Directors received any remuneration or benefits from the Company in respect of their services during the year ended 31 December 2007 or the year ended 31 December 2006 They were remunerated as directors and employees of the Company's indirect parent undertaking, Waste Recycling Group Limited

	2007 £000	2006 £000
Wages and salaries	**131**	100
Social security costs	**11**	9
	142	109
	No	No
The average weekly number of employees (including the Directors) during the year was	**13**	10

Notes *(continued)*

5 Tax on profit on ordinary activities

	2007 £000	2006 £000
Corporation tax		
United Kingdom corporation tax at 30% *(2006 30%)* based on profits for the year	-	-
Total current tax charge	-	-
Deferred tax		
Timing differences, origination and reversal	(56)	44
Tax on profit on ordinary activities	(56)	44

The total current tax charge for both the current and previous year is less than the standard rate of 30% *(2006 30%)* for the reasons set out in the following reconciliation

	2007 £000	2006 £000
Profit on ordinary activities before tax	47	156
Tax on profit on ordinary activities at standard rate	14	47
Factors affecting charge		
Group loss relief surrendered / (claimed)	7	(62)
(Capital allowances in excess of depreciation) / depreciation in excess of capital allowances	(21)	15
	-	-

Notes *(continued)*

6 Tangible fixed assets

	Freehold property £000	Plant and machinery £000	Motor vehicles £000	Total £000
Cost				
At 1 January 2007	988	83	45	1,116
Additions	254	7	-	261
At 31 December 2007	1,242	90	45	1,377
Depreciation				
At 1 January 2007	45	16	45	106
Charge for the year	182	15	-	197
At 31 December 2007	227	31	45	303
Net book value				
At 31 December 2007	**1,015**	**59**	-	**1,074**
At 31 December 2006	943	67	-	1,010

7 Creditors: amounts falling due within one year

	2007 £000	2006 £000
Trade creditors	**20**	-
Amounts due to fellow group undertakings	**504**	510
Accruals	**3**	-
	527	510

8 Provisions for liabilities and charges

	Deferred taxation £000
At 1 January 2007	56
Credited to the profit and loss account	(56)
At 31 December 2007	-

Notes (*continued*)

8 Provisions for liabilities and charges *(continued)*

Deferred taxation

	Unprovided 2007	2006
	£000	£000
Capital allowances in excess of depreciation	**(178)**	-

The company has unprovided deferred tax assets as there is insufficient certainty as to whether events will materialise to crystallise the deferred tax

9 Called up share capital

	2007	2006
	£	£
Authorised		
50,000 ordinary shares of £1 each	**50,000**	50,000
Called up, allotted and fully paid		
250 ordinary shares of £1 each	**250**	250

10 Reserves

	Profit and loss account £000
At 1 January 2007	444
Profit for the financial year	103
At 31 December 2007	**547**

11 Reconciliation of movement in shareholders' funds

	2007	2006
	£000	£000
Profit for the financial year	**103**	112
Opening shareholders' funds	**444**	332
Closing shareholders' funds	**547**	444

Notes *(continued)*

12 Contingent liabilities

a) The Company is a member of a group VAT registration and as such has contingent liabilities for VAT in respect of other members of the group

b) On 21 December 2006, the Company was a party to the refinancing of Azincourt Investment, SL "Azincourt" and its subsidiary companies Azincourt was the company used by Fomento de Construcciones y Contratas, S A for the acquisition of Waste Recycling Group Limited and its subsidiary undertakings including the Company The Company agreed to advance funds to Azincourt under the Group's cash pooling arrangements for the purposes, of among other things, the repayment of principal, interest or other amounts under the Facility Agreement, or the payment of any other costs or expenses incurred by Azincourt directly or indirectly in connection with its acquisition of Waste Recycling Group Limited The Company also entered into a floating charge over all its present and future rights, titles and interest to the cash pooling account and all amounts credited to it in its favour The Facility Agreement was amended on 27 March 2007 principally reducing the level of the Facility and on 22 June 2007 primarily to extend a deadline for the release of an escrow account fund from the EA

13 Related party transactions

In the ordinary course of business, the Company also traded with fellow subsidiaries of Waste Recycling Group Limited

The Company's Directors have, through historical association, an economic interest in Infinis Capital Limited, an indirect parent of Infinis Limited Infinis provides gas management services to the Company and the WRG Group on certain of its sites in accordance with the terms of a Service Level Agreement dated 11 July 2006

In the period prior to the change in the Company's ultimate parent undertaking on 27 September 2006, the company also traded with fellow subsidiaries of WRG Holdings Limited (now Infinis Holdings Limited)

The Company has taken advantage of the exemption conferred by FRS 8 from disclosing details of these transactions

14 Ultimate parent company

The Directors regard Fomento de Construcciones y Contratas, S A , a company registered in Spain, as the ultimate controlling party and the ultimate parent entity

Fomento de Construcciones y Contratas, S A is the parent company of the largest group of which the Company is a member and for which group accounts are drawn up Waste Recycling Group Limited is the parent company of the smallest group of which the Company is a member and for which group accounts are drawn up Copies of the financial statements of both Waste Recycling Group Limited and Fomento de Construcciones y Contratas, S A are available from the Company Secretary, Ground Floor West, 900 Pavilion Drive, Northampton Business Park, Northampton, NN4 7RG