

**Company Registration Number: 2161660**

**MITIE Greencote Limited**  
**Annual Report and Accounts**  
**31 March 2006**

**TUESDAY**



**A32** **\*A2JFXMG9\*** **23/01/2007** **431**  
**COMPANIES HOUSE**

**Directors:** R McGregor-Smith  
W Robson  
I R Stewart  
S C Baxter

**Secretary:** MITIE Company Secretarial Services Limited  
(appointed 30 June 2006)  
C K Ross (resigned 30 June 2006)

**Registered office:** 8 Monarch Court, The Brooms,  
Emersons Green, Bristol, BS16 7FH

**Company number:** 2161660

**Directors' report**

The directors present their annual report and unaudited financial statements for the year ended 31 March 2006.

**Principal activities**

The company has been dormant, as defined in Section 249AA of the Companies Act 1985, throughout the year.

**Directors and their interests**

The directors who served during the year were as follows:

R McGregor-Smith  
W Robson  
I R Stewart  
C Nixon (resigned 12 December 2005)  
S C Baxter (appointed 8 May 2006)

No director held any interest in the share capital of the company during the year.

W Robson, R McGregor-Smith and I R Stewart are directors of MITIE Group PLC, the parent undertaking, and their interests in the share capital of that company are shown in the accounts of MITIE Group PLC.

Approved by the Board of Directors  
and signed on behalf of the Board



**R McGregor-Smith**  
Director

18 January 2007

**Profit and Loss Account**  
**Year ended 31 March 2006**

	2006 £	2005 £
<b>TURNOVER</b>	-	-
Cost of sales	-	(6,536)
<b>GROSS LOSS</b>	-	(6,536)
Administrative expenses	-	(1,246)
<b>OPERATING LOSS</b>	-	(7,782)
Interest receivable	-	5,768
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	-	(2,014)
Tax on loss on ordinary activities	-	19,142
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>	-	17,128

There are no recognised gains and losses for the current and preceding financial year other than as stated in the profit and loss account. Accordingly, no statement of total recognised gains and losses has been provided.

**Balance Sheet as at 31 March 2006**

	2006 £	2005 £
<b>Current assets</b>		
Debtors – amounts due from group undertakings	760,482	760,482
<b>Net assets</b>	<u>760,482</u>	<u>760,482</u>
<b>Share capital and reserves</b>		
<i>Authorised</i>		
– 10,000,000 deferred shares of 1p each		
– 9,950,000 'A' ordinary shares of 1p each		
– 50,000 'B' ordinary shares of 1p each		
<i>Called up, allotted and fully paid</i>		
– 144,500 deferred shares of 1p each	1,445	1,445
– 100,000 'A' ordinary shares of 1p each	1,000	1,000
– 44,500 'B' ordinary shares of 1p each	445	445
Share premium account	44,055	44,055
Profit and loss account	713,537	713,537
<b>Equity shareholder's funds</b>	<u>760,482</u>	<u>760,482</u>
<b>Shareholder's funds are represented by:</b>		
Attributable to equity shareholders	759,037	759,037
Attributable to non-equity shareholders	1,445	1,445
	<u>760,482</u>	<u>760,482</u>

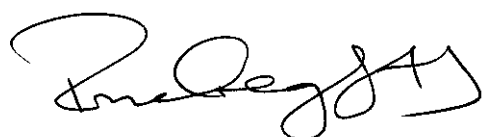
The company did not trade during the current year and has made neither profit nor loss, nor any other recognised gain or loss.

These annual accounts have not been audited because the company is entitled to the exemption provided by s249AA (1) Companies Act 1985 and no notice under s249B (2) has been deposited at the company's registered office requiring the company to obtain an audit of the accounts.

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with s221 Companies Act 1985. The directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of the financial year in accordance with s226 Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These accounts were approved by the Board of Directors on 18 January 2007.

Signed on behalf of the Board of Directors



**R McGregor-Smith**  
Director

The accompanying notes are an integral part of this balance sheet.

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**Notes to the accounts**  
**for the year ended 31 March 2006**

**1 Accounting policy**

The accounts are prepared under the historical cost convention and are prepared in accordance with applicable United Kingdom accounting standards.

**2 Information regarding directors and employees**

No emoluments were payable to the directors, who were the only employees of the company, during the current or preceding financial year.

**3 Called Up Share Capital**

The deferred shares carry no rights except on a return of capital, where after payment of all company's liabilities, the holders of the deferred shares would be entitled to the par value (together with any premium paid on subscription).

On 26 July 2006 the rights attaching to the 'A' and 'B' 1p ordinary shares were amended and are as follows:

**Income**

Subject to the approval of the Board, the profits of the company available for distribution in respect of any financial year shall be applied:

- i. firstly in paying to the holders of the 'A' shares a fixed cumulative dividend of 40 pence per 'A' share per annum together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit;
- ii. secondly in paying to the holders of the 'A' and 'B' shares a dividend of such amount as the Board shall decide;
- iii. thirdly in paying a cumulative dividend to the holders of the 'A' shares one half of the profits of the company available for distribution in each financial year less the amount already paid in respect of the 'A' shares under clause i together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit remaining after the payment in clause i and;
- iv. fourthly in paying a dividend *pari passu* to the holders of the 'A' and 'B' shares.

**Capital**

On a return of capital, the assets of the company will be distributed equally to all ordinary shareholders.

**Voting**

Each 'A' and 'B' share will carry one vote.

**4 Contingent liabilities**

The company is party with other group undertakings to cross-guarantees of each other's bank overdrafts. As at 31 March 2006, the overall commitment was nil (2005: nil).

**5 Ultimate controlling party**

The directors regard MITIE Group PLC, a company registered in Scotland, as the company's ultimate parent undertaking and controlling party. Copies of the group accounts can be obtained from the Company Secretary at the Registered Office.

**6 Related party transactions**

The cost of the annual return was borne by the company's parent company without any right to reimbursement.