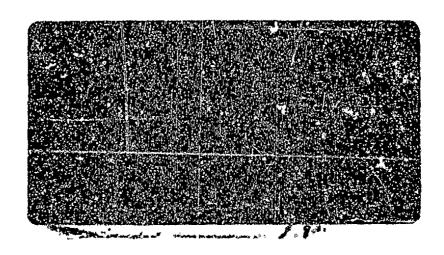
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# COOPER PAUL

CHARTERED ACCOUNTANTS



# SITACLEAN TECHNOLOGY LIMITED

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GROUP STATEMENT OF SOURCE AND APPLICATION OF FUNDS	8
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DIRECTORS:

P Brongniart J C Lebel R Barlow P Carneau

SECRETARY:

Legibus Secretaries Limited

AUDITORS:

Cooper Paul

Chartered Accountants

Old Inn House 2 Carshalton Road

Sutton Surrey SM1 4RA

SOLICITORS:

Clifford Chance

Royex House

Aldermanbury Square

London EC2U 7LD

BANKERS:

Banque Nationale de Paris

8-13 King William Street

London EC4P 4HS

Credit du Nord 66 Mark Lane

London EC3R 7HS

REGISTERED OFFICE:

Royex House

Aldermanbury Square

London EC2U 7LD The directors present their annual report and the audited accounts of the group for the year ended 31st December 1990.

#### PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The group's principal activities during the year comprised the provision of waste management services and were extended to landfill and restoration following the acquisition of Midland Land Reclamation Limited in March 1398.

The company has so far been awarded eight contracts. In addition to Erewash, the contracts for Rossendale, Blackpool, Babergh and Shepway Councils commenced in January 1990, whilst those for Enfield, Kirgston and Kettering Councils were awarded during 1990.

The intention for 1991 is to continue with our tendoring policy in order to be awarded further contracts with local authorities.

#### RESULTS AND DIVIDENDS

The group's results for the year are set out in the financial statements which follow, and reflect the significant costs incurred in the initial period following the takeover of new contracts.

The directors are unable to recommend that a dividend be paid on the ordinary shares.

#### FIXED ASSETS

On the 10th March 1990, the company acquired 80% of the issued share capital of Midland Land Reclamation Limited the remaining 20% being acquired by Sita SA of France

The group's interests in land exceed the book value in the accounts. However, this excess cannot be quantified without an independent valuation. The cost of such a valuation is not, in the opinion of the directors, justifiable.

Further information relating to fixed assets in given in Notes 7 and 8 to the accounts.

#### DIRECTORS

The directors in office during the year and their non-beneficial interest in the share capital of the company at 31st December 1990 were as follows:

			Ordinary Shares of	£1 each
			1990	1989
			store and shed	
Mr	P	Erongniart	-	***
		C Lebel	1	1
Hr	R	Barlow	-	_
Mr	Þ	Carneau		-

#### AUDITORS

1、2000年のアストの定義を表現し、1000年代の必要を行う者では、大阪の地区では、1000年の地域の関係を表現している。 1000年のアストラインでは、1000年のアストランでは、1000年のアストラインでは、1000年のアストラインでは、1000年のアストラインでは、1000年のアストラインでは

Cooper Paul have expressed their willingness to continue to act as auditors to the company. A resolution proposing their reappointment will be put to the forthcoming Annual General Meeting.

BY ORDER OF THE BOARD

Director

We have audited the financial statements on pages 5 to 18 in accordance with audithing tandards.

- A STONE OF STONEY AND AND A STONEY AND A S

in our opinion, the illustrain statements give a true and fair view of the state of the group and the company's affairs at 31st December 1900 and of the group's results and source and application of funds for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

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Old Inn House 2 Carshalton Road Sutton Surrey SM1 4RA Chartered Accountants

Dated: Elm To ha War t

# SITACLEAN TECHNOLOGY LIMITED FOR THE YEAR ENDED 31ST DECEMBER 1990

•	Note	<u>.</u>	1990	1	989
		£	Ę	£	£
TURNOVER	1		5,651,852		370,108
Raw materials and consumables Other external charges		766,862 1,695,500		114,413 148,591	
			(2,462,362)		(263,004)
			3,189,490		107,104
Staff costs Depreciation Other operating charges	5	2,900,466 141,034 644,773		377,978 11,158 194,033	
			(3,686,273)		(583,169)
Operating loss			(496,783)		(476,065)
Interest receivable and similar items			23,785		
Interest payable and similar charges	2		(271,274)		(16,016)
loss on ordinary activities before taxation	3		(744,272)		(492,081)
Tax on profit on ordinary activities	4		(22,585)		done
loss on ordinary activities after taxation			(766,857)		(492,081)
Minority interests			(31,800)		
Loss for the firencial year			(798,657)		(492,081)
Retained losses brought forward			(492,081)		***
Retained losses carried forward			(1,290,738)		(492,081)

The notes on pages 5 to 18 form an integral part of these financial statements.

THE RESERVE WE FOR THE POST OF THE PROPERTY AND ADMINISTRATION OF THE COMPANIES OF THE PROPERTY OF THE PROPERT

	Note	1	L990	19	89
FIXED ASSETS		£	£	£	£
Intangible assets Tangible assets	7 8			120,540	
CUPRENT ASSETS			10,816,298		130,540
Stocks Debtors Cash at bank and in hand	10 11	93,329 1,618,315 50,531		534,388 15	
		1,762,175		534,403	
CREDITORS: Amounts falling due within one year	12	(2,993,652)	)	(549,858)	
NET CURRENT LIABILITIES			(1,231,477)		(15,455)
			9,585,421		115,085
CREDITIES: Amounts falling due after more than one year	1.3		(2,514,359)		(7,166)
war Tintellan			7,071,062		107,919
Provisions for liabilities and charges	14		(1,500,000)		<del></del>
			5,571,062		107,919
Capital and reserves					
Called up share capital Profit and loss account	15		5,000,000 (1,290,738)		600,000 (492,081)
			3,709,262		107,919
Minority interest			1,861,800		<b></b>
			5,571,062		107,919

Approved by the Board of Directors at a meeting on Sale Sale Control

Ward Barles,

Directors

The notes on pages 9 to 18 form an integral part of these financial statements.

	Not	e 1:	990	19	39
		£	£	£	£
FIXED ASSETS					
Tangible assets	8		431,511		130,540
Investments	9		7,463,178		Name Militaria de la completa de managamento de
CURRENT ASSETS			7,894,689		130,540
Stocks Debtors Cash at bank and in hand	10 11	91,154 1,514,029 15 1,605,198		534,388 15 534,403	
CREDITURS: Amounts falling due within one year	12	(2,694,010)		(549,858)	
Net current liabilities			(1,088,812)		(15,455)
Total assets less current liabilities		,	6,805,877		115,085
CREDITIORS: Amounts falling due after more than one year	13		(1,723,814)		(7,166)
Provisions for Tiabilities and charges	14		5,082,063		107,919
-			3,582,063	N.	107,919
Capital and reserves					
Called up share capital Profit and loss account	15		5,000,000 (1,417,937)		600,000 (492,081)
			3,582,063		107,919

Approved by the Board of Directors at a meeting on Same to a same a

thand Sinley

Directors

The notes on pages 9 to 18 form an integral part of these financial statements.

# GROUP STATEMENT OF SOURCE SITACLEAN TECHNOLOGY LIMITED AND APPLICATION OF FUNDS FOR THE YEAR ENDED 31ST DECEMBER 1990

	;	1990	19	989
SCORCE OF FUNDS	£	3	£	£
loss on ordinary activities before taxation and minority interests		(744,272)		(492,081)
Adjustment for items not involving the povement of funds Depreciation	> <b>.</b>	141,034		11,158
Funds from other sources		(603,238)		(480,923)
Loans issued Issue of share capital Disposal of fixed assets Provision for liabilities and charges Minority interest on	1,402,998 4,400,000 3,300 1,500,000		600,000	
acquisition Funding from holding company	1,830,000 1,720,371		<del></del>	
		10,856,669		600,000
APPLICATION OF FUNDS		10,253,431		119,077
Purchase of intangible fixed Goodwill acquired Purchase of tangible fixed assets	4,950 9,066,644 1,759,098	(10,830,692)	141,698	(141,698)
		(577,261)		(22,621)
REPRESENTED BY Increase/(decrease) in working	capital			P
Stocks Debtors Creditors		93,329 1,083,925 (1,137,283)		534,388 (115,550)
Increase/(decrease) in net liqu	uid funds	39,971		418,838
Cash in hand Bank overdraft	50,516 (667,748)	(617,232)	15 (441,474)	(441,459)
		(577,261)		(22,621)

The statement of net assets acquired during the year is set out in note 18. The notes on pages 3 to 18 form an integral part of these financial statements.

#### 1. ACCOUNTING POLICIES

#### a. Convention

The financial statements have been prepared under the historical cost convention except that certain freehold property is stated at its revalued amount.

#### b. Basis of consolidation

The group accounts incorporate the accounts of Sitaclean Technology Limited and its subsidiary company. The results of Midland Land Reclamation Limited have been consolidated from 10th March 1990, the effective date of acquisition. Goodwill, which is the excess of the amounts paid over the value of net tangible assets of the date of acquisition, has been capitalised and will be written off over 20 years commencing from the first full year of consolidation. In accordance with Section 230 of the Companies Act 1885, a separate profit and loss account for the company has not been prepared.

Accounts for the previous period were prepared using Format 1. These accounts have been prepared using Format 2 because the directors are of the opinion that this better reflects the Group's activities. The comparative figures have been changed accordingly.

#### c. Turnover

Turnover is the total amount receivable by the group in the ordinary course of business for services supplied, excluding VAT and trade discounts.

#### d. Depreciation

Depreciation is calculated to write down the cost of all fixed assets by equal annual instalments over their expected useful lives.

The periods generally applicable are:

Plant and equipment : 4 years/ 5 years Fixtures and fittings : 5 years/10 years Motor vehicles : 4 years/ 5 years

Freehold land is depreciated over its expected useful economic life, which is usually between 7 and 10 years.

Licensed void airspace is depreciated on the basis of the airspace filled during the period.

#### e. Stock

Stock is stated at the lower of cost and net realisable value.

#### f. Site restoration

Site restoration costs are written off against revenue as incurred.

No provision is made in respect of any potential liability for future restoration work.

#### g. Intangible assets

Planning application fees are capitalised when applications are known to have been successful, and are depreciated over the estimated life of the site once it is operational.

#### h. Deferred taxation

Deferred taxation is the taxation attributable to timing differences between profits computed for taxation purposes and profits as stated in the financial statements.

Deferred tax is provided to the extent that it is probable that a liability or asset will crystallise and not provided to the extent that it is probable that a liability or asset will not crystallise. Unprovided deferred tax is disclosed as a contingent liability.

Deferred tax is calculated at the rate at which it is estimated that the tax will be paid when the timing differences reverse.

#### i. Leasing

Costs incurred under operating lease contracts are charged in the year in which they are invoiced to the company. Assets held under finance leases are initially reported at the fair value of the asset at the inception of the lease and depreciated accordingly, with an equivalent liability categorised as appropriate under creditors due within or after one year.

#### j. Pension costs

The company contributes to a money purchase pension scheme, and charges to profits the amount of contributions payable to the scheme in respect of the accounting year.

#### 2. INTEREST PAYABLE AND SIMILAR CHARGES

MATERIAL PROPERTY OF THE PROPE

On bank loans and overdrafts and other loans

	on paint goals and overafates and outer to	****	
		1990 £	1989 £
	<ul><li>repayable within five years</li><li>by instalments</li><li>repayable within five years</li></ul>	31,445	1,690
	other than by instalments - on all other loans	237,341 2,488	14,326
		271,274	16,016
з.	GROUP LOSS ON ORDINARY ACTIVITIES BEFORE	TAXATION	
		1990	1989
	16 stated after charging:-		
		£	£
	Auditors remuneration	7,500	5,000
	Operating lease charges	541,655	26,507
	Finance lease interest	4,528	-
	Hire of plant and machinery	16,510	
4.	TAXATION	1000	7000
	,	1990	1989
		£	£
		~	-
	UK Corporation Tax	22,585	· <del></del>
			12 E3 E3 E3 E3 E3 E5
5.	STAFF COSTS		
• **		1990	1989
		No.	No.
	The average weekly number of employees during the year were made up as follows:-		
	Office and management	24	9
	Other	262	25
			TVP \$10 test
		286	34
		nne	स्त्रवाद्य

Staff costs during the year (including directors) amounted to:-

	1,990 £	1989 
Wages and salaries Social security costs Other pension costs	2,597,636 251,109 51,721	328,471 32,436 17,071
	2,900,466	377,978

#### Directors

Remuneration paid to the directors of the company during the year, including benefits in kind, amounted to:-

	1990 E	1989 £
Fees Other emoluments	81,131	9,212 50,268
Emoluments (excluding pension	81,131	59,480
contributions) of the highest paid director	60,078	48,221
Other directors received emoluments falling in the following band:	Number	Number
£10,001 - £15,000	1	

No other director of the holding company received any remuneration.

### 6. HOLDING COMPANY AND PROPIT AND LOSS ACCOUNT

The company has taken advantage of Section 230 Companies Act 1985 and has not presented its own profit and loss account. In the year under review, the company made a loss after taxation of £925,856 (1989 loss - £492,081).

#### 7. INTANGUELE FIXED ASSETS - GROUP

£

Planning application fees (on acquisition of subsidiary) Goodwill arising on consolidation

4,950 9,066,644 9,071,594

#### 8. TANGTHE ASSETS

a.	The Group	Freehold Land	Equipment Fixtures and Fittings	Contract Vehicles and Equipment	Motor Vehicles E	Total E
	cosr					
	At 1st January 1990	**	32,538	85,350	23,810	141,698
	Additions on acquisitions	649,594	10,971	196,839	39,558	896,962
	Other additions	652,859	117,883	262,477	-	1,033,219
	Disposals	-	_		(14,400)	(14,400)
	At 31st December 1990	1,302,453	161,392	544,666	48,968	2,057,479
	DEPRECTATION				<del>~~~~</del>	
	At 1st January 1990	<b>**</b>	6,396		4,762	11,158
	Additions	14,139	3,759	132,045	21,162	171,083
	Charge for the year	45,535	30,844	55,992	8,663	141,034
	Disposals	-	-	-	(11,100)	(11,100)
	At 31st December 1990	59,654	40,999	188,035	23,487	312,175
	NET BOOK VALUES	***	<del></del>		***************************************	<del></del>
	At 31st December 1990	1,242,799	120,393	356,631	25,481	1,745,304
	At 31st December 1989	-	26,142	85,350	19,048	130,540

THE RESIDENCE OF THE PARTY OF T

The gross amount of freehold land on which depreciation is being provided is £544,112 (1989 - nil).

The figures stated above for cost or valuation of freehold land includes a valuation as follows:

	1990	1989
	<u> </u>	£
At cost	827,453	**
At 1988 valuation	475,000	-
	1,302,453	**

The figure	s stated	abova	include	assets	held	under	hire	purchase	contracts	ag
follows:-								-		

	1990	1989
	<del>*************************************</del>	-
	£	£
Plant and equipment Motor vehicles	16,501	12,034
Motor vehicles	10,257	-
	<del></del>	
	26,758	12,084
	Bernard Bernar	

# b. The Company

	Freehold Land	Equipment Fixtures and Fittings	Contract Vehicles and Equipment	Motor Vehicles	Total
	£	£	£	ć	٤
At 1st January 1990	•==	32,538	85,350	23,810	141,698
Additions Disposals	-	117,108	248,812	***	365,920
_	<del></del>	<del></del>			
At 31st December 1990	•••	149,646	334,162	23,810	507,618
DESCRIPTION			<del></del>	<del></del>	
At 1st January 1990	•••	6,396	-	4,762	11,158
Charge for the year Disposals	=4	29,930	30,257	4,762	64,949
	<del>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</del>	-	<del></del>	<del></del>	<del></del>
At 31st December 1990	***	36,326	30,257	9,524	76,107
		<del></del>			<del>**************************</del>
NET BOOK VALUES					
At 31st December 1990	-	1.13,320	303,905	14,236	421,511
	*****				
At 31st December 1989	**	26,142	85,350	19,048	130,540
			***************************************		

Included in the net book value for equipment, fixtures and fittings is £9,063 (1989 - £12,084) in respect of assets held under firance leases.

9.	Invesiments - company	1990	1989
		£	٤
	Investment at cost	7,463,178	_

Sitaclean Technology Limited holds 80% of issued share capital of Midland Land Reclamation Limited, a company incorporated in England.

10.	STOCK		
a.	The Group	1990 	1989 £
	Consumable stocks	93,329	eadabsea <sub>ll</sub>
b.	The Company	1990 	1989 
	Consumable stocks	91,154 ====================================	de la core de la colación de la cola
11.	DEBTORS		
a.	The Group	1990  £	1969
	Trade debtors Other debtors Prepayments Amount due from subsidiary company Amount due from group company	940,547 4,419 613,349 60,000 1,618,315	170,510 4,344 9,534 350,000 534,388
b.	Tue Company	1990 £	1989  £
	Trade debtors Other debtors Prepayments Amount due from subsidiary company Amount due from group company	745,798 4,419 606,410 97,402 60,000	170,510 4,344 9,534 350,000 534,383

#### 12. CREDITORS: Amounts falling due within one year

a.	The Group	1990	1983
		£	£
	Bank overdraft Bank loan Trade creditors Other taxes and social security Other creditors Accruals Amounts due to holding company Obligations under finance leases Corporation tax	1,633,561 93,657 478,897 176,124 8,133 556,751	441,474 66,141 10,236 413 22,870 5,000 3,724
	Corporation day	2,993,652	549,858

Bank loans and overdrafts in the subsidiary company amounting to £785,002 are secured by fixed charges over its freehold land.

b.	The Company	1990	1989
		عبب مينا بعبد مني	مير ريد سه سي
		£	2
	Bank overdraft	1,633,561	441,474
	Trade creditors	439.920	66,141
	Other taxes and social security	140,123	10,236
	Other creditors	- -	413
	Accruals	476,682	22,870
	Amounts due to holding company	÷	5,000
	Obligations under finance leases	3,724	3,724
	Corporation tax	<u>-</u>	***
	•	-	
		2,694,010	549,858

# 13. CREDITORS: Amounts falling due after more than one year

a.	The Group	1990	1989
		£	£
	Bank louns	785,002	
	Obligations under finance leases	8,986	7,166
	Amounts due to holding company	1,720,371	-
		and the time was the Wester with the	
		2,514,359	7,166
			engenenet dengenenet

Bank loans include £258,107 repayable in quarterly instalments, five years after the balance sheet date. Interest is charged at 12.5%/14.5% per annum.

b.	The Company	1990	1989
		£	£
	Bank loans	**	****
	Obligations under finance leases	3,443	7,166
	Amounts due to holding company	1,720,371	<u>-</u>
		حبين ثبته نمه نشي خبذ فلنز تعاد إحا-	
		1,723,814	7,166

#### 14. PROVISIONS FOR LIABILITIES AND CHARGES

Deferred consideration relating to the acquisition of the Corby site has been provided for in full at 21,500,000 (1989 - nil).

#### 15. CALLED UP SHARE CAPITAL

Ordinary shares of £1 each	1990 E	1985  £
Authorised	5,000,000	1,000,000
Allotted, issued and fully paid	5,000,000	600,000

On 3rd July 1990, the company passed an ordinary resolution increasing the company's authorised share capital to £5,000,000 divided in 5,000,000 ordinary shares of £1 each.

On 3rd July 1990, 4,400,000 ordinary shares of £1 each were allotted at par, in order to increase the company's capital base.

#### 16. GUARANTEES AND OTHER FINANCIAL COMMITMENTS

#### a. Guarantees

The company has given indemnities to the bank in respect of bonds, indemnities and guarantees given to third parties, which are required for the operation of the company business.

£

## b. Operating leages

The company has the following commitments in the next 12 months (net of VAT where applicable) under operating lease contracts:

	The Group	The Company
Other operating leases	£	£
Current commitments:-		
Expiring within 2-5 years	987,133	978,361 ########
LAND AND BUILDINGS		
Current commitments:-		
Expiring within 2-5 years Expiring after more than 5 years	117,732 36,000	110,732 36,000
CDOTTO COMBANTEC		

#### 17. GROUP CCMPANIES

The company owns 80% of the issued share capital of Midland Land Reclamation Limited, a company incorporated in England.

The ultimate holding company is Lyonnaise des Eaux-Dumez, a company incorporated in France.

# 18. STATEMENT OF NET ASSETS ACQUIRED IN HIDLAND LAND RECLAMATION LIMITED - AS AT 10TH MARCH 1990

	<del></del>
Goodwill Fixed assets Current assets Creditors	9,066,644 730,829 256,347 (760,643)
	विक्री क्षेत्रके क्ष्मि विक्री क्ष्मित
	9,293,177
Cost of acquisition	7,463,177
	عبد إورة شخ مسد عبد بيراه 146 مسد مسد
Minority interests	1,830,000

	1990		1989	
	£	£	2	£
TRENSVER		4,801,666		370,108
Raw materials and consumables	755,907		114,413	
Other external charges	1,606,004		148,591	
		(2,361,911)		(263,004)
		2,439,755		107,104
Staff costs: Wages and salaries Social security costs Other pension costs	2,466,856 238,171 51,721		328,471 32,436 17,071	
		(2,756,748)		(377,978)
Depreciation		(64,948)		(11,158)
Other operating charges		(435,369)		(194,033)
Operating loss		(817,310)		(476,065)
Interest receivable and similar income		23,624		-
Interest payable and similar charges		(229,572)		(16,016;
Loss on ordinary activities before taxation		(1,023,258)		(492,081)
Taxation		97,402		-
Retained loss for the year		(925,856)		(492,081)

	1990		1989	
	£	£	٤	£
TURNOVER		4,801,666		370,103
Raw materials and consumables	755,907		114,413	
Other external charges	1,606,004		148,591	
		(2,361,911)		(263,004)
		2,439,755		107,104
Staff costs: Wages and salaries Social security costs Other rension costs	2,466,856 238,171 51,721		328,471 32,436 17,071	
	,	(2,756,748)		(377,978)
Depreciation		(64,948)		(11,158)
Other operating charges		(435,369)		(194,033)
Operating loss		(817,310)		(475,065)
Interest receivable and similar income		23,624		
Interest payable and similar charges		(229,572)		(16,016)
Locs on ordinary activities before taxation		(1,023,258)		(492,081)
Taxation		97,402		-
Retained loss for the year		(925,856)		(492,031)