
BILLETVALE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 DECEMBER 2001

Registered Number: 2407955



BILLETVALE LIMITED

Company Information

Directors	IF Goodfellow IA Sexton
Secretary	EJG Cooper
Company Number	2407955
Registered Office	The Pickeridge Stoke Common Road Fulmer Buckinghamshire SL3 6HA

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2001

The directors present their annual report on the affairs of the company, together with the financial statements for the year ended 31 December 2001.

Principal activities and review of business

The company did not trade during the year.

The subsidiary undertakings held by the company are listed in note 3 to the accounts. Consolidated accounts are not presented as the company takes advantage of the exemption afforded by Section 228 of the Companies Act 1985.

Directors

The directors who served during the year were as follows :

IF Goodfellow

RA Searby (resigned 2 March 2001)

IA Sexton (appointed 2 March 2001)

SJ Thorne (resigned 30 June 2001)

The directors had no beneficial interests required to be disclosed under Schedule 7 of the Companies Act 1985.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:

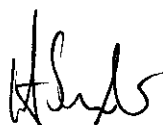
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare 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 which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

Auditors

A resolution was passed at an extraordinary general meeting of the company held on 9 December 1996 that in accordance with section 249AA of the Companies Act 1985 the company be exempt from the obligation to appoint auditors.

This report was approved by the board on 15 March 2002 and signed on its behalf.



IA Sexton
Director

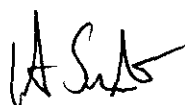
BILLETVALE LIMITED

BALANCE SHEET
As at 31 December 2001

	Note	2001 £ '000	2000 £ '000
FIXED ASSETS			
Investments	3	<u>12,522</u>	<u>12,522</u>
CURRENT ASSETS			
Debtors	4	<u>8,867</u>	<u>8,867</u>
CREDITORS: amounts falling due within one year	5	<u>(21,721)</u>	<u>(21,721)</u>
NET CURRENT LIABILITIES		<u>(12,854)</u>	<u>(12,854)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(332)</u>	<u>(332)</u>
CAPITAL AND RESERVES			
Called up share capital	6	<u>10,000</u>	<u>10,000</u>
Profit and loss account		<u>(10,332)</u>	<u>(10,332)</u>
SHAREHOLDERS' FUNDS - All equity		<u>(332)</u>	<u>(332)</u>

Throughout the financial year ending on 31 December 2001 the company was dormant within the meaning of Section 249AA of the Companies Act 1985.

The financial statements were approved by the board on 15 March 2002 and signed on its behalf.



IA Sexton

Director

The notes on pages 3 to 4 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2001

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 228 of the Companies Act 1985. These financial statements therefore present information about the company as an individual undertaking and not about its group.

1.1 Investments

Fixed asset investments are shown at cost less any provision for impairment.

2. PROFIT AND LOSS ACCOUNT

The company did not trade during the current or prior year, and therefore there are no profit or loss transactions to be reported.

3. FIXED ASSET INVESTMENTS

	Shares in group undertakings £ '000
Cost	
At 1 January 2001 and 31 December 2001	<u>22,861</u>
Provisions	
At 1 January 2001 and 31 December 2001	<u>(10,339)</u>
Net book value	
At 1 January 2001 and 31 December 2001	<u><u>12,522</u></u>

<i>Subsidiary undertakings</i>	<i>Principal activity</i>	<i>% Holding</i>
Attwoods (Jersey) Holdings Limited	Dormant	100 %
Dixi Sanitation Services UK Limited *	Dormant	100 %
Drinkwater and Murray Limited	Dormant	100 %
Drinkwater Sabey (Tilmanstone) Limited *	Dormant	100 %
EF Phillips & Sons Limited	Dormant	100 %
Holmspring Limited	Dormant	100 %
Maybank Enterprises Limited	Dormant	100 %
Maybank Enterprises (Holdings) Limited	Dormant	100 %
Medx Limited	Dormant	100 %
Openpitch Limited	Dormant	100 %
W Tinley & Sons Limited	Dormant	100 %
WW Drinkwater Limited	Dormant	100 %

Provision has been made to write the net book value of investments in subsidiaries down to the lower of cost and net asset value.

All subsidiaries are registered in England and Wales with the exception of Attwoods (Jersey) Holdings Limited, which is incorporated in Jersey.

* held by subsidiary

NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2001

4. DEBTORS

	2001 £ '000	2000 £ '000
Amounts falling due within one year		
Amounts owed by group undertakings	8,867	8,867
	<u>8,867</u>	<u>8,867</u>

5. CREDITORS:

	2001 £ '000	2000 £ '000
Amounts falling due within one year		
Amounts owed to group undertakings	21,721	21,721
	<u>21,721</u>	<u>21,721</u>

6. CALLED UP SHARE CAPITAL

	2001 £'000	2000 £'000
Authorised		
11,000,000 ordinary shares of £1 each	11,000	11,000
Allotted, called up and fully paid		
10,000,002 ordinary shares of £1 each	10,000	10,000

7. PARENT COMPANY

The ultimate parent undertaking is Suez SA, a company incorporated in France.

The largest group of which Billetvale Limited is a member and for which group financial statements are drawn up is that headed by Suez SA, whose consolidated financial statements are available from 1 Rue d'Astorg, Paris, France. The smallest such group is that headed by SITA Holdings UK Limited, a company registered in England and Wales. The consolidated financial statements of the SITA Holdings UK Limited Group may be obtained from The Pickeridge, Stoke Common Road, Fulmer, Buckinghamshire, SL3 6HA.