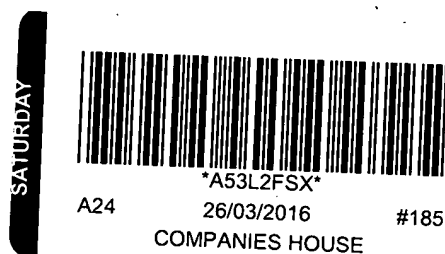


COMPANY REGISTRATION NUMBER 02433065

CAIRD PECKFIELD LIMITED
FINANCIAL STATEMENTS
30 JUNE 2015



CHIPCHASE MANNERS
Chartered Accountants & Statutory Auditor
384 Linthorpe Road
Middlesbrough
TS5 6HA

CAIRD PECKFIELD LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

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CAIRD PECKFIELD LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

The director

A W Hornshaw

Registered office

Peckfield Landfill Site
Ridge Road
Micklefield
Leeds
LS25 4DW

Auditor

Chipchase Manners
Chartered Accountants
& Statutory Auditor
384 Linthorpe Road
Middlesbrough
TS5 6HA

CAIRD PECKFIELD LIMITED

STRATEGIC REPORT

YEAR ENDED 30 JUNE 2015

BUSINESS REVIEW

Principal activity

The principal activity of the company is to develop sites for the disposal of non-toxic waste.

Key performance indicators

Given the straightforward nature of the business, the directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the company.

Principal risks and uncertainties

The company operates a site for the disposal of non-toxic waste and is subject to licensing requirements of the UK Environment Agency. The company is responsible under its planning permits for the restoration and aftercare of the site once complete. The future costs of restoration and aftercare may be impacted by a number of factors including changes in legislation and technology. The dates of payments of aftercare costs are uncertain but are anticipated to be over a period of approximately thirty years from closure of the relevant site.

Interest risk

The company finances its activities through loans from shareholders. Other financial assets and liabilities, such as trade debtors and trade creditors, are financed directly from the company's operating activities. The company does not enter into interest rate swaps and does not trade in financial instruments. The company does not seek to hedge any transactions and no trading in derivative financial instruments is undertaken.

Currency risk

The company has no operations outside of the United Kingdom and has no exposure to foreign currencies.

Liquidity risk

The risk of financial loss due to counterpart failure to honour its obligations is principally in relation to transactions where the company provides goods and services. Company policies are aimed at minimising such losses, and require that terms are only granted to customers who demonstrate an appropriate payment history and satisfy creditworthiness procedures. Individual exposures are monitored to ensure that the company's exposure to bad debts is not significant.

The company seeks to mitigate liquidity risk by managing cash generation in its operations and applying cash collection targets. The company's funding strategy is to maintain a balance between continuity of funding and flexibility through the use of bank loans and overdrafts.

Going concern

The company's business activities together with the factors likely to affect its future development, its financial position, financial risk management objectives and its exposures to price, credit, liquidity and cash flow risk are described in the business review above. The company meets its day to day working capital requirements through a parent company loan. The company is confident that this facility will continue to be available. The directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

CAIRD PECKFIELD LIMITED

STRATEGIC REPORT *(continued)*

YEAR ENDED 30 JUNE 2015

Accordingly they continue to adopt the going concern basis in preparing the annual accounts.

FUTURE DEVELOPMENTS

There are no changes planned to the operations of the company.

RESULTS AND DIVIDENDS

The profit for the period, after taxation, amounted to £251,641 (2014: £287,052). Particulars of dividends paid and proposed are detailed in the notes to the financial statements. The directors do not recommend payment of a final dividend.

Signed by order of the director

A W Hornshaw

Director



Approved by the director on 20 March 2016

CAIRD PECKFIELD LIMITED

DIRECTOR'S REPORT

YEAR ENDED 30 JUNE 2015

The director presents his report and the financial statements of the company for the year ended 30 June 2015.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £251,641. Particulars of dividends paid are detailed in note 8 to the financial statements.

DIRECTOR

The director who served the company during the year was as follows:

A W Hornshaw

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Strategic Report, Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director 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 year.

In preparing these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

DONATIONS

During the year the company made the following contributions:

	2015	2014
	£	£
Charitable	<u>387,397</u>	<u>760,396</u>

During the year Caird Peckfield Limited made donations totalling £387,397 (2014: £760,396) to companies enrolled with ENTRUST as Environmental Bodies. Ninety percent of the contributions made were claimed as a tax credit against the Landfill Taxation liability of the company under the Landfill Communities Fund (LCF) tax credit scheme.

CAIRD PECKFIELD LIMITED

DIRECTOR'S REPORT *(continued)*

YEAR ENDED 30 JUNE 2015

STRATEGIC REPORT

Strategic report is shown on pages 2 to 3.

AUDITOR

Chipchase Manners are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

The director at the date of the approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the director has taken all 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 auditor is aware of that information.

Registered office:
Peckfield Landfill Site
Ridge Road
Micklefield
Leeds
LS25 4DW

Signed by order of the director

A W Hornshaw

Director



Approved by the director on 20 March 2016

CAIRD PECKFIELD LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF CAIRD PECKFIELD LIMITED

YEAR ENDED 30 JUNE 2015

We have audited the financial statements of Caird Peckfield Limited for the year ended 30 June 2015 which comprise the Profit and Loss Account, Balance Sheet, Cash Flow Statement and the related notes. 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 shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Director's Responsibilities Statement set out on page 4, the director is 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 director; 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 30 June 2015 and of its profit 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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

CAIRD PECKFIELD LIMITED

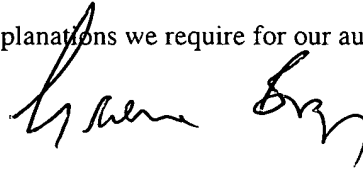
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF CAIRD PECKFIELD LIMITED *(continued)*

YEAR ENDED 30 JUNE 2015

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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



GRAEME BOAGEY BA FCA CTA (Senior
Statutory Auditor)
For and on behalf of
CHIPCHASE MANNERS
Chartered Accountants
& Statutory Auditor

384 Linthorpe Road
Middlesbrough
TS5 6HA

20 March 2016

CAIRD PECKFIELD LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 JUNE 2015

	Note	2015 £	2014 £
TURNOVER	2	11,546,120	11,941,483
Cost of sales		<u>7,767,810</u>	<u>9,047,642</u>
GROSS PROFIT		3,778,310	2,893,841
Administrative expenses		<u>3,364,537</u>	<u>2,606,444</u>
OPERATING PROFIT	3	413,773	287,397
Interest payable and similar charges	6	104	345
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>413,669</u>	<u>287,052</u>
Tax on profit on ordinary activities	7	162,028	-
PROFIT FOR THE FINANCIAL YEAR		<u><u>251,641</u></u>	<u><u>287,052</u></u>

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

The notes on pages 12 to 19 form part of these financial statements.

CAIRD PECKFIELD LIMITED

BALANCE SHEET

30 JUNE 2015

	Note	2015 £	2014 £
FIXED ASSETS			
Tangible assets	9	<u>1,209,884</u>	<u>2,183,083</u>
CURRENT ASSETS			
Debtors	10	3,330,901	3,861,904
Cash at bank		<u>938,263</u>	<u>879,592</u>
		4,269,164	4,741,496
CREDITORS: Amounts falling due within one year	11	<u>2,633,322</u>	<u>3,272,149</u>
NET CURRENT ASSETS		<u>1,635,842</u>	<u>1,469,347</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>2,845,726</u>	<u>3,652,430</u>
PROVISIONS FOR LIABILITIES			
Restoration provision	12	<u>270,517</u>	<u>828,862</u>
		<u>2,575,209</u>	<u>2,823,568</u>
CAPITAL AND RESERVES			
Called up equity share capital	15	1,800,002	1,800,002
Profit and loss account	16	<u>775,207</u>	<u>1,023,566</u>
SHAREHOLDERS' FUNDS	17	<u>2,575,209</u>	<u>2,823,568</u>

These accounts were approved and signed by the director and authorised for issue on 20 June 2016.

A W Hornshaw
Director



Company Registration Number: 02433065

The notes on pages 12 to 19 form part of these financial statements.

CAIRD PECKFIELD LIMITED

CASH FLOW STATEMENT

YEAR ENDED 30 JUNE 2015

	2015 £	2014 £
NET CASH INFLOW FROM OPERATING ACTIVITIES	1,875,574	88,460
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		
Interest paid	(104)	(345)
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	(104)	(345)
TAXATION	(131)	(25,978)
CAPITAL EXPENDITURE		
Payments to acquire tangible fixed assets	(887,856)	(84,235)
NET CASH OUTFLOW FROM CAPITAL EXPENDITURE	(887,856)	(84,235)
EQUITY DIVIDENDS PAID	(500,000)	–
CASH INFLOW/(OUTFLOW) BEFORE FINANCING	487,483	(22,098)
FINANCING		
Net outflow from other short-term creditors	(428,812)	(96,301)
NET CASH OUTFLOW FROM FINANCING	(428,812)	(96,301)
INCREASE/(DECREASE) IN CASH	58,671	(118,399)
RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES		
	2015 £	2014 £
Operating profit	413,773	287,397
Depreciation	1,860,662	354,552
Loss on disposal of fixed assets	393	–
Decrease/(increase) in debtors	531,003	(157,469)
Decrease in creditors	(371,912)	(396,020)
Decrease in provisions	(558,345)	–
Net cash inflow from operating activities	<u>1,875,574</u>	<u>88,460</u>

The notes on pages 12 to 19 form part of these financial statements.

CAIRD PECKFIELD LIMITED

CASH FLOW STATEMENT

YEAR ENDED 30 JUNE 2015

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2015	2014
	£	£
Increase/(decrease) in cash in the period	58,671	(118,399)
Net outflow from other short-term creditors	<u>428,812</u>	<u>96,301</u>
	<u>487,483</u>	<u>(22,098)</u>
Change in net funds	487,483	(22,098)
Net funds at 1 July 2014	<u>(886,190)</u>	<u>(864,092)</u>
Net funds at 30 June 2015	<u>(398,707)</u>	<u>(886,190)</u>

ANALYSIS OF CHANGES IN NET FUNDS

	At 1 Jul 2014	Cash flows	At 30 Jun 2015
	£	£	£
Net cash:			
Cash in hand and at bank	879,592	58,671	938,263
Debt:			
Debt due within 1 year	<u>(1,765,782)</u>	<u>428,812</u>	<u>(1,336,970)</u>
Net funds	<u>(886,190)</u>	<u>487,483</u>	<u>(398,707)</u>

The notes on pages 12 to 19 form part of these financial statements.

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Freehold Property & Landfill Development - Based on the completion of their respective cells		
Plant & Machinery	-	20% straight line
Fixtures & Fittings	-	25% straight line
Motor Vehicles	-	25% straight line

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Revenue recognition

Revenue is recognised to the extent that the company obtains the right to the consideration in exchange for allowing waste to be deposited in the landfill void and disposed of in accordance with all existing legislation. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty, but including landfill tax. Revenue is recognised once the material has passed over the weighbridge and the vehicle has been weighed in and out to obtain the net weight disposed.

Restoration and aftercare

Landfill site restoration and post closure costs will be covered through a combination of a direct provision and third party bond arrangements approved by the Environment Agency.

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

1. ACCOUNTING POLICIES *(continued)*

Provisions

Provisions are uncertain in timing or amount, and are recognised when there is a present obligation as a result of a past event and the outflow of economic benefit is probable and can be estimated reliably. Judgement is involved in determining whether an obligation exists, and in estimating the probability, timing and amount of any outflows.

Provisions for legal proceedings and regulatory matters typically require a higher degree of judgement than other types of provisions. When matters of dispute are at an early stage, accounting judgements can be difficult because of the high degree of uncertainty associated with determining whether a present obligation exists as a result of a past event, estimating the probability of outflows and making estimates of the amount of any outflows that may arise. Management evaluate on an ongoing basis whether provisions should be recognised as well as their estimated amounts as matters progress through many stages of development, revising previous judgements and estimates as appropriate.

At more advanced stages, it is typically possible to make judgements and estimates around a better-defined set of possible outcomes however, such judgements can be very difficult and the amount of any provision can be very sensitive to the assumptions used. There could be a wide range of possible outcomes for any pending legal proceedings, investigations or enquiries. As a result, it is often not practicable to quantify a range of possible outcomes for individual matters. Quantifying ranges of potential outcomes for these types of provisions is also not practicable because of the diverse nature and circumstances of such matters and the wide range of uncertainties involved.

2. TURNOVER

The turnover and profit before tax are attributable to the one principal activity of the company.

An analysis of turnover is given below:

	2015 £	2014 £
United Kingdom	<u>11,546,120</u>	<u>11,941,483</u>

3. OPERATING PROFIT

Operating profit is stated after charging:

	2015 £	2014 £
Depreciation of owned fixed assets	1,860,662	354,552
Loss on disposal of fixed assets	393	–
Operating lease costs:		
- Plant and equipment	2,021	51,930
Auditor's remuneration	<u>6,000</u>	<u>5,900</u>

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

	2015	2014
	£	£
Auditor's remuneration - audit of the financial statements	<u>6,000</u>	<u>5,900</u>

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2015	2014
	No	No
Production staff	10	9
Management staff	<u>1</u>	<u>1</u>
	<u>11</u>	<u>10</u>

The aggregate payroll costs of the above were:

	2015	2014
	£	£
Wages and salaries	309,733	266,465
Social security costs	<u>26,470</u>	<u>16,190</u>
	<u>336,203</u>	<u>282,655</u>

5. DIRECTOR'S REMUNERATION

The director's aggregate remuneration in respect of qualifying services were:

	2015	2014
	£	£
Remuneration receivable	<u>57,200</u>	<u>59,925</u>

6. INTEREST PAYABLE AND SIMILAR CHARGES

	2015	2014
	£	£
Interest payable on bank borrowing	<u>104</u>	<u>345</u>

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

7. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2015 £	2014 £
Current tax:		
UK Corporation tax based on the results for the year at 20.75% (2014 - 22.50%)	<u>162,028</u>	-
Total current tax	<u>162,028</u>	-

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 20.75% (2014 - 22.50%).

	2015 £	2014 £
Profit on ordinary activities before taxation	<u>413,669</u>	<u>287,052</u>
Profit on ordinary activities by rate of tax	85,836	64,587
Capital allowances for period in excess of depreciation	382,258	74,654
Utilisation of tax losses	-	36,837
Adjustments to tax charge in respect of previous periods	131	-
Allowable costs of restoration	(115,856)	-
Sundry tax adjusting items	<u>(190,341)</u>	<u>(176,078)</u>
Total current tax (note 7(a))	<u>162,028</u>	-

8. DIVIDENDS

Equity dividends

	2015 £	2014 £
Paid during the year:		
Dividends on equity shares	<u>500,000</u>	-

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

9. TANGIBLE ASSETS

	Freehold Property and Landfill Development costs £	Plant & Machinery £	Fixtures & Fittings £	Motor Vehicles £	Total £
COST					
At 1 July 2014	19,534,688	887,254	–	800	20,422,742
Additions	887,406	–	450	–	887,856
Disposals	–	(106,800)	–	–	(106,800)
At 30 June 2015	20,422,094	780,454	450	800	21,203,798
DEPRECIATION					
At 1 July 2014	17,420,016	819,443	–	200	18,239,659
Charge for the year	1,821,049	39,300	113	200	1,860,662
On disposals	–	(106,407)	–	–	(106,407)
At 30 June 2015	19,241,065	752,336	113	400	19,993,914
NET BOOK VALUE					
At 30 June 2015	1,181,029	28,118	337	400	1,209,884
At 30 June 2014	2,114,672	67,811	–	600	2,183,083

10. DEBTORS

	2015 £	2014 £
Trade debtors	2,237,614	2,675,106
Amounts owed by group undertakings	749,122	749,122
Other debtors	138,006	–
Prepayments and accrued income	206,159	437,676
	3,330,901	3,861,904

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

11. CREDITORS: Amounts falling due within one year

	2015 £	2014 £
Trade creditors	614,966	854,677
Other creditors including taxation and social security:		
Corporation tax	161,897	–
Other taxation and social security	399,602	472,939
Other creditors	72,903	94,895
Landfill tax creditor	1,336,970	1,765,782
	<u>2,586,338</u>	<u>3,188,293</u>
Accruals and deferred income	46,984	83,856
	<u>2,633,322</u>	<u>3,272,149</u>

12. RESTORATION PROVISION

	2015 £
Restoration provision:	
Balance brought forward	828,862
Movement for year	(558,345)
	<u>270,517</u>

Future site restoration costs are covered by a third party bond arrangement approved by the Environment Agency. The bond cover at 30 June 2015 was £3,540,508.

13. COMMITMENTS UNDER OPERATING LEASES

At 30 June 2015 the company had annual commitments under non-cancellable operating leases as set out below.

	Assets other than Land and buildings	
	2015 £	2014 £
Operating leases which expire:		
Within 1 year	29,952	–
Within 2 to 5 years	228,648	258,600
	<u>258,600</u>	<u>258,600</u>

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

14. RELATED PARTY TRANSACTIONS

At the year end a balance of £749,122 (2014: (£749,122)) was due from Seneca Global Energy Limited, the immediate parent company. A dividend of £500,000 (2014: Nil) was paid to the parent company in the year.

At the year end a balance of £19,800 (2014: Nil) was due to Seneca Investments and Developments Limited and a balance of £10,296 (2014: Nil) was due to Wauldby Associates Limited. During the year £105,454 (2014: £114,480) of purchases were made to Seneca Investments and Developments Limited and £105,780 (2014: £198,940) were made to Wauldby Associates Limited. The amounts paid were in relation to the hire of plant and machinery. Both companies hold 50% of the share capital of Seneca Global Energy Limited. These balance are included within trade creditors.

The Environment Agency approved bond relating to restoration costs, as described at note 12, is guaranteed by Niramax Group Limited and Transwaste Recycling and Aggregates Limited as per the Deed of Indemnity.

15. SHARE CAPITAL

Allotted, called up and fully paid:

	2015		2014	
	No	£	No	£
Ordinary shares of £1 each	425,001	425,001	425,001	425,001
Ordinary Class B shares of £1 each	425,001	425,001	425,001	425,001
Ordinary Class C shares of £1 each	950,000	950,000	950,000	950,000
	<u>1,800,002</u>	<u>1,800,002</u>	<u>1,800,002</u>	<u>1,800,002</u>

CAIRD PECKFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

15. SHARE CAPITAL *(continued)*

The 'A', 'B' and 'C' Ordinary Shares each constitute separate classes of shares and, except as noted below, shall rank pari passu in all respects as one class of share.

Up to 20 April 2013 the holders of the 'C' Ordinary Shares were entitled to receive in priority to the holders of other classes of shares a variable preferential cash dividend. This dividend accrued from day to day and was based on six month LIBOR +1%, net of UK Corporation Tax. Dividends were payable half yearly on 30 June and 31 December. After 20 April 2013 the new owner of the business has waived their entitlement to dividends on the 'C' Ordinary shares.

The balance of the retained profits where distributed, after payment of the variable preferential cash dividend to holders of the 'C' Ordinary Shares, shall be distributed evenly between the holders of the 'A' and 'B' Ordinary Shares.

Holders of the 'C' Ordinary Shares have no right to vote at any general meeting of the company.

The class rights of each category of Ordinary Shares can be varied only with either the consent of the shareholder of that category or if more than 75% of the shareholders of that class agree to the variation.

In the event of capital reduction, or should the Company be wound up or liquidated, any capital returned or surplus will be applied firstly to the holders of the 'C' Ordinary Shares and thereafter evenly to the holders of the 'A' and 'B' Ordinary Shares.

16. PROFIT AND LOSS ACCOUNT

	2015 £	2014 £
Balance brought forward	1,023,566	736,514
Profit for the financial year	251,641	287,052
Equity dividends	(500,000)	—
Balance carried forward	<u>775,207</u>	<u>1,023,566</u>

17. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2015 £	2014 £
Profit for the financial year	251,641	287,052
Equity dividends	(500,000)	—
Net (reduction)/addition to shareholders' funds	(248,359)	287,052
Opening shareholders' funds	<u>2,823,568</u>	<u>2,536,516</u>
Closing shareholders' funds	<u>2,575,209</u>	<u>2,823,568</u>

18. ULTIMATE PARENT COMPANY

The immediate parent company is Seneca Global Energy Limited, which owns 100% of the share capital, there is no ultimate controlling company.