

Oxfordshire Waste Limited

Directors' report and financial
statements

Registered number 2693394

31 December 2007

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Statutory information

Directors

JR Meredith
LJD Cassells
SN Hardman

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 directors (the "Directors") of Oxfordshire Waste Limited (the "Company") present their annual report and the audited financial statements for the year ended 31 December 2007

Principal activity

The principal activity of the Company during the year ended 31 December 2007 was the disposal of household waste and the management of waste recycling and reception centres on behalf of Oxfordshire County Council

Dividends and transfers to reserves

The Company made neither a profit nor a loss in the financial year ended 31 December 2007 or the previous financial year. The Directors do not propose the payment of a dividend (2006 £nil) and thus there is no movement of reserves (2006 £nil)

Directors

The Directors who served as directors of the Company during the financial year ended 31 December 2007 and up to the date of this report were as follows

JR Meredith
LJD Cassells
SN Hardman

Elective regime

On 31 July 2003 the Company passed elective resolutions in accordance with Section 379A of the Companies Act 1985 as amended (the "Act") to dispense with the formalities of

- the laying of accounts and reports before the Company in general meeting (section 252 of the Act),
- the holding of annual general meetings (section 366A of the Act), and
- the obligation to appoint auditors annually (section 386 of the Act)

Section 253(2) gives members the right to require the laying of accounts before the Company in general meeting. To exercise such right, a member must give notice in writing to that effect deposited at the registered office of the Company within 28 days of the day on which the report and financial statements are sent out in accordance with section 238(1) of the Act

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

19 March 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 Oxfordshire Waste Limited

We have audited the financial statements of Oxfordshire Waste 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 3.

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 Oxfordshire Waste 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 result 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

31 March 2008

Profit and loss account

year ended 31 December 2007

	Note	2007 £000	2006 £000
Turnover	2	3,021	3,423
Cost of sales		(3,021)	(3,423)
		<hr/>	<hr/>
Operating profit and profit on ordinary activities before taxation	3	-	-
Tax on profit on ordinary activities	5	-	-
		<hr/>	<hr/>
Profit for the financial year	8	-	-
		<hr/>	<hr/>

All results are derived from continuing operations

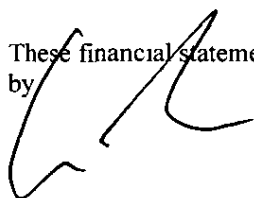
There are no recognised gains and losses in either the financial year ended 31 December 2007 or previous financial year other than as stated in the profit and loss account. Therefore, no separate statement of total recognised gains and losses has been presented.

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

Balance sheet
at 31 December 2007

	<i>Note</i>	2007 £000	2006 £000
Current assets			
Debtors	6	73	73
		<hr/>	<hr/>
Net assets		73	73
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	7	73	73
		<hr/>	<hr/>
Equity shareholders' funds	9	73	73
		<hr/>	<hr/>

These financial statements were approved by the board of Directors on 19 March 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.

Cash flow statement

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

Turnover

Turnover represents invoiced sales of goods and services including landfill tax, but excluding value added tax

2 Turnover

All turnover was generated in the United Kingdom principally from the disposal of household waste and the management of waste recycling and reception centres on behalf of Oxfordshire County Council

3 Profit on ordinary activities before taxation

Auditors' remuneration in respect of audit fees has been met by Waste Recycling Limited, a fellow subsidiary of Waste Recycling Group Limited, in both the financial year ended 31 December 2007 and the previous financial year

4 Information regarding directors and employees

The Company had no employees during the financial year ended 31 December 2007 or the previous financial year and incurs no payroll costs (2006 *£nil*) None of the Directors received any remuneration from the Company in either the financial year ended 31 December 2007 or the previous financial year They are all remunerated as Directors or employees of Waste Recycling Group Limited, the parent of the Company

5 Taxation

There is no corporation tax charge (current or deferred) for either the financial year ended 31 December 2007 or the previous financial year No provision for deferred tax was considered necessary and there is no unprovided deferred tax

6 Debtors

	2007 £000	2006 £000
Amount due from parent undertaking	73	73

Notes (continued)

7 Called up share capital

	2007 £000	2006 £000
<i>Authorised, called up, allotted and fully paid</i>		
73,002 ordinary shares of £1 each	73	73
	<u>73</u>	<u>73</u>

8 Reserves

	Profit and loss account £000
At 1 January 2007	73
Profit for the year	-
	<u>73</u>
At 31 December 2007	<u>73</u>

9 Reconciliation of movement in shareholders' funds

	2007 £000	2006 £000
Profit for the financial year	-	-
Opening shareholders' funds	73	73
	<u>73</u>	<u>73</u>
Closing shareholders' funds	<u>73</u>	<u>73</u>

10 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 in to a floating charge over all its present and future rights, title 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 Environment Agency.

Notes (continued)

11 Related party transactions

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

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'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

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

12 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