

Cognis Speciality Organics Far East Limited

**Directors' report and financial
statements**

Registered number 2723173

31 December 2009

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Directors' report

The directors present their directors' report and the financial statements for the year ended 31 December 2009

Principal activities and business review

The company has been wound down. There has been no trading during the year and the Directors do not anticipate any further trading.

Dividends

The directors do not recommend the payment of a dividend (2008 Nil)

Directors and directors' interests

The directors who held office during the year were as follows

N Liptrot

S H Song

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 Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board



N Liptrot
Director

Charleston Road
Hardley
Hythe
Southampton
Hampshire
SO45 3ZG

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)

Under company law the directors 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 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 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 them to ensure that the financial statements comply with the Companies Act 2006. 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

Dukes Keep
Marsh Lane
Southampton
SO14 3EX
United Kingdom

Independent auditors' report to the members of Cognis Speciality Organics Far East Limited

We have audited the financial statements of Cognis Speciality Organics Far East Limited for the year ended 31 December 2009 set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, 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 members those matters we are required to state to them in an auditors' 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

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are 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 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/UKNP.

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 31 December 2009 and of its result for the year then ended,
- have been properly prepared in accordance with UK 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditors' report to the members of Cognis Speciality Organics Far East Limited *(continued)*

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 directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



W Smith (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

Dukes Keep
Marsh Lane
Southampton
SO14 3EX

29 March 2010

Profit and loss account
for the year ended 31 December 2009

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

A statement of movement on reserves is set out in Note 6.

Balance sheet

At 31 December 2009

	Note	2009 £000	2008 £000
Current assets			
Debtors	4	61	61
Net current assets		61	61
Total assets less current liabilities		61	61
Net assets		61	61
Capital and reserves			
Called up share capital	5	500	500
Profit and loss account	6	(439)	(439)
Equity shareholders' funds		61	61

These financial statements were approved by the board of directors on 29th March 2010 and were signed on its behalf by



N Liptrot
Director

Reconciliation of movements in shareholders' funds
for the year ended 31 December 2009

	2009 £000	2008 £000
Shareholders' funds at start of year	61	61
Shareholders' funds at end of year	61	61

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

Basis of accounting

The Company's financial statements have been prepared under the historical cost convention in accordance with applicable UK Accounting Standards

Under Financial Reporting Standard 1 (revised 1996), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent Company includes the Company in its own published consolidated financial statements

As the Company is a wholly owned subsidiary of Cognis GmbH, the Company has taken advantage of the exemption in FRS 8 and has not disclosed transactions or balances with entities which form part of the Group. The consolidated financial statements of Cognis GmbH, within which this company is included may be obtained from Charleston Road, Hythe, Southampton SO45 3ZG

2 Auditor's remuneration

The auditor's remuneration for 2009 and 2008 has been borne by Cognis UK Limited, a fellow Group Company

3 Remuneration of directors'

None of the directors received any remuneration during the year from the company (2008 £nil)

4 Debtors' amounts falling due within one year

	2009 £000	2008 £000
Amounts owed by group undertakings	61	61
	<u>61</u>	<u>61</u>

5 Called up share capital

	2009 £000	2008 £000
<i>Authorised, allotted, called up and fully paid</i> 500,000 ordinary shares of £1 each	500	500
	<u>500</u>	<u>500</u>

6 Reserves

	Profit and loss account £000
At beginning and end of the year	(439)
	<u>(439)</u>

Notes *(continued)*

7 Ultimate parent company and controlling undertaking

The company's immediate parent company is Cognis Holdings UK Limited, a company incorporated in England and Wales

The company's ultimate parent company is Cognis GmbH. The largest and smallest group in which the results of the company are consolidated is that headed by Cognis GmbH, incorporated in Germany. The consolidated accounts of this group are available to the public and may be obtained from Cognis UK Limited, Charleston Road, Hardley, Hythe, Southampton, Hampshire, SO45 3ZG.