

IWM Business Services Limited

Directors' report and financial statements

31 December 1994

Registered number: 2731563



IWM Business Services Limited

Directors' report and financial statements

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IWM Business Services Limited

Company information

Incorporated in England on 15 July 1992

Chairman K Bury CBE

Other directors MR Hewitt
 D Mackrill
 D Timmins
 CI Tunaley

Secretary MR Hewitt

Registered office 9 Saxon Court
 St Peter's Gardens
 Northampton
 NN1 1SX

Auditors KPMG
 Spencer House
 Cliftonville Road
 Northampton
 NN1 5BU

IWM Business Services Limited

Directors' report

The directors present their report and audited financial statements for the year ended 31 December 1994.

Principal activity

The principal activity of the company was organising exhibitions, training courses, workshops and conferences for the wastes management industry.

Business review

The company's balance sheet as detailed on page 6 shows shareholders' funds amounting to £2 (1993:£2).

Results, dividends and appropriations

The results for the year are shown in the profit and loss account on page 5.

Fixed assets

Changes in fixed assets during the year are set out in note 7 to the financial statements.

Directors

The directors who served during the year were:

RA Bispham (resigned 30 June 1994)
MR Hewitt
D Mackrill
D Timmins
CI Tunaley (appointed 18 January 1994)
K Bury CBE

None of the directors had any beneficial interests in the share capital of the company.

Auditors

During the period, KPMG were appointed as auditors following the resignation of Phipps Henson McAllister.

In accordance with Section 384 of the Companies Act 1985, the re-appointment of KPMG as auditors of the company will be considered at the forthcoming Annual General Meeting.

By order of the Board



MR Hewitt
Secretary

Registered office:
9 Saxon Court
St Peter's Gardens
Northampton
NN1 1SX

3 May 1995

IWM Business Services Limited

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss 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; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for maintaining 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 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.



Spencer House
Cliftonville Road
Northampton
NN1 5BU

Auditors' report to the members of IWM Business Services Limited

We have audited the financial statements on pages 5 to 13.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, of those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards 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 judgements 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the affairs of the company as at 31 December 1994 and of the profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants
Registered Auditors

3 May 1995

IWM Business Services Limited

Profit and loss account for the year ended 31 December 1994

	Note	1994 £	1993 £
Turnover	1	1,162,428	1,077,912
Cost of sales		<u>(727,794)</u>	<u>(412,597)</u>
Gross profit		434,634	665,315
Administrative expenses		<u>(347,041)</u>	<u>(286,620)</u>
Operating profit		87,593	378,695
Interest receivable and similar income		3,693	7,328
Interest payable and similar charges	5	<u>(240)</u>	<u>(848)</u>
Profit on ordinary activities before taxation	2	91,046	385,175
Tax on profit on ordinary activities	6	<u>(24,000)</u>	<u>-</u>
Profit on ordinary activities after taxation		67,046	385,175
Deed of covenant	6	-	(385,175)
Dividends on equity shares - proposed		<u>(67,046)</u>	<u>-</u>
Retained profit for the year		<u>-</u>	<u>-</u>

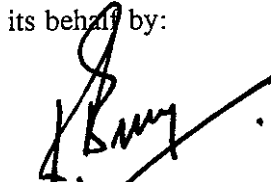
The company had no recognised gains or losses in either year other than the profit on ordinary activities after taxation as detailed above.

IWM Business Services Limited

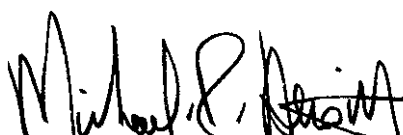
Balance sheet
at 31 December 1994

	Note	1994		1993	
		£	£	£	£
Fixed assets					
Tangible assets	7		1,271		1,265
Current assets					
Stocks	8	14,900		18,083	
Debtors	9	336,607		178,775	
Cash at bank and in hand		393,289		7,563	
		<u>744,796</u>		<u>204,421</u>	
Creditors: amounts falling due within one year	10	<u>(746,065)</u>		<u>(205,684)</u>	
Net current liabilities			<u>(1,269)</u>		<u>(1,263)</u>
Total assets less current liabilities			<u>2</u>		<u>2</u>
Capital and reserves					
Called up share capital	11		2		2
Profit and loss account	12		-		-
Shareholder's funds - equity interests	12		<u>2</u>		<u>2</u>

These financial statements were approved by the board of directors on 3 May 1995 and were signed on its behalf by:



K Bury CBE
Director



MR Hewitt
Director

IWM Business Services Limited

Cash flow statement for the year ended 31 December 1994

	Note	1994		1993	
		£	£	£	£
Net cash inflow from operating activities	13		422,129		348,392
Returns on investments and servicing of finance					
Interest received		3,693		7,328	
Interest paid		(240)		(848)	
Deed of covenant (net) paid to parent company		-		(288,880)	
Net cash inflow/(outflow) from returns on investment and servicing of finance			3,453		(282,400)
Taxation					
Income tax paid		-		(96,295)	
Tax paid			-		(96,295)
Investing activities					
Payments to acquire tangible fixed assets		(305)		(1,687)	
Net cash outflow from investing activities			(305)		(1,687)
Net cash inflow/(outflow) before financing			425,277		(31,990)
Financing					
Issue of share capital		-		(2)	
Net cash inflow from financing			-		(2)
Increase/(decrease) in cash and cash equivalents	14		425,277		(31,988)
			425,277		(31,990)

IWM Business Services Limited

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 financial statements.

Basis of accounting

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

Fixed assets and depreciation

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:

Fixtures and fittings - 15% on cost

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is computed on a first in first out basis. Net realisable value is based on estimated selling price less the estimated cost of disposal.

Pensions

The company operates a defined contribution pension scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

Turnover

Turnover represents the amount derived from the provision of goods and services which fall within the company's ordinary activities, entirely within the United Kingdom, stated net of value added tax.

2. Profit on ordinary activities before taxation

	1994 £	1993 £
<i>Profit on ordinary activities before taxation is stated after charging:</i>		
Auditors' remuneration:		
Audit	2,500	2,100
Other services	90,264	-
Management charges paid to Institute of Wastes Management	-	196,000
Depreciation of tangible fixed assets	299	422
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IWM Business Services Limited

Notes (continued)

3. Remuneration of directors

None of the directors received any remuneration from the company during the year or the prior year.

However, Mr MR Hewitt did receive £42,274 for his consultancy services during the year.

4. Staff numbers and costs

The average number of persons employed by the company (including executive directors) during the year was:

	1994	1993
Office and management	<u>11</u>	<u>9</u>

The aggregate payroll costs of these persons were as follows:

	1994 £	1993 £
Wages and salaries	153,199	75,148
Social security costs	13,628	-
Other pension costs	<u>7,583</u>	<u>3,413</u>
	<u>174,410</u>	<u>78,561</u>

5. Interest payable and similar charges

	1994 £	1993 £
Bank interest	<u>240</u>	<u>848</u>

6. Deed of covenant

This represents the gross payment to the Institute of Wastes Management, a registered charity, which is the company's ultimate parent company.

No payment was made under deed of covenant during 1994. Corporation tax has been provided at 25% on the profits for the year ended 31 December 1994.

IWM Business Services Limited

Notes (continued)

7. Tangible fixed assets

	Fixtures and fittings £
<i>Cost</i>	
At 1 January 1994	1,687
Additions	305
	<hr/>
At 31 December 1994	1,992
	<hr/>
<i>Depreciation</i>	
At 1 January 1994	422
Charge for the year	299
	<hr/>
At 31 December 1994	721
	<hr/>
<i>Net book value</i>	
At 31 December 1994	1,271
	<hr/>
At 31 December 1993	1,265
	<hr/>

8. Stocks

	1994 £	1993 £
Finished goods and goods for resale	14,900	18,083
	<hr/>	<hr/>

9. Debtors

	1994 £	1993 £
Amounts falling due within one year:		
Trade debtors	119,107	102,316
Amounts owed by group undertakings	166,677	-
Other debtors	5,636	-
Prepayments and accrued income	28,425	76,459
	<hr/>	<hr/>
	319,845	178,775
	<hr/>	<hr/>

IWM Business Services Limited

Notes (continued)

9. Debtors (continued)

	1994 £	1993 £
Amounts falling due after more than one year:		
ACT recoverable	<u>16,762</u>	<u>-</u>
Total debtors	<u>336,607</u>	<u>178,775</u>
The amounts owed by group undertakings comprise:		
	1994 £	1993 £
Parent undertaking	<u>166,677</u>	<u>-</u>

10. Creditors: amounts falling due within one year

	1994 £	1993 £
Bank overdrafts	-	39,551
Trade creditors	33,467	79,268
Amounts owed to group undertakings	-	56,102
Corporation tax payable	24,000	-
ACT payable	16,762	-
Other creditors including taxation and social security	128,592	359
Accruals and deferred income	476,198	30,404
Proposed dividend on equity shares	<u>67,046</u>	<u>-</u>
	<u>746,065</u>	<u>205,684</u>
The amounts owed to group undertakings comprise:		
Parent undertaking	<u>-</u>	<u>56,102</u>

11. Share capital

	1994 £	1993 £
<i>Authorised</i>		
Ordinary shares of £1 each	<u>100</u>	<u>100</u>
<i>Allotted, called up and fully paid</i>		
Ordinary shares of £1 each	<u>2</u>	<u>2</u>

IWM Business Services Limited

Notes (continued)

12. Reconciliation of movements in shareholder's funds

	1994 £	1993 £
Profit for the financial year	67,046	385,175
Appropriated to parent company by Deed of Covenant	-	(385,175)
Appropriated to parent company by Dividend	(67,046)	-
	<hr/>	<hr/>
Net change in shareholder's funds	-	-
Opening shareholder's funds	2	2
	<hr/>	<hr/>
Closing shareholder's funds	2	2
	<hr/>	<hr/>

13. Reconciliation of operating profit to net cash inflow from operating activities

	1994 £	1993 £
Operating profit	87,593	378,695
Depreciation charges	299	422
Decrease/(increase) in stocks	3,183	(18,083)
Increase in debtors	(141,070)	(178,775)
Increase in creditors	472,124	166,133
	<hr/>	<hr/>
Net cash inflow from operating activities	422,129	348,392
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14. Analysis of changes in cash and cash equivalents

	£
Balance at 1 January 1994	(31,988)
Net cash inflow	425,277
	<hr/>
Balance at 31 December 1994	393,289
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IWM Business Services Limited

Notes (continued)

15. Analysis of the balances of cash and cash equivalents as shown in the balance sheet

	1994 £	1993 £	Changes in year 1994 £	Changes in year 1993 £
Cash at bank and in hand	393,289	7,563	385,726	7,563
Bank overdrafts	-	(39,551)	39,551	(39,551)
	<u>393,289</u>	<u>(31,988)</u>	<u>425,277</u>	<u>(31,988)</u>

16. Ultimate parent undertaking

The ultimate parent undertaking of the company is the Institute of Wastes Management, which is a company registered in England and Wales. Consolidated accounts are not prepared.

17. Capital commitments

There were no capital commitments as at 31 December 1994 (1993: £nil)