

**City Special Waste Limited**

**Directors' report and financial  
statements**

Registered number 02801677

Year ended 31 December 2009

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## Contents

Directors' report	1
Statement of Directors' responsibilities in respect of the Directors' Report and the Financial Statements	2
Independent auditors' report to the members of City Special Waste Limited	3
Profit and loss account	5
Balance sheet	6
Notes	7

## Directors' report

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

### Principal activities and business review

The principal activity of the company was that of hazardous waste removal contractors. The company has not traded following the closure of the business in 2006.

### Results

The result for the year is disclosed in the profit and loss account on page 5.

The directors do not recommend a dividend payment (2008 £Nil).

### Directors

The directors who held office during the year were as follows:

LJ Mills  
TF George


### 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 they ought to have taken as a director to make themselves 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 re-appointed and KPMG Audit Plc will therefore continue in office.

Approved by the Board on 31 March 2010 and signed on its behalf by

  
Signed on behalf of  
Carillon Secretariat Limited  
Secretary

24 Birch Street  
Wolverhampton  
WV1 4HY

## **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 Audit Plc  
One Snowhill  
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B4 6GH

## **Independent auditors' report to the members of City Special Waste Limited**

We have audited the financial statements of City Special Waste Limited for the year ended 31 December 2009 set out on pages 5 to 10. 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](http://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 City Special Waste 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



**DK Turner (Senior Statutory Auditor)**  
for and on behalf of KPMG Audit Plc, Statutory Auditor  
*Chartered Accountants*

31 March 2010

**Profit and loss account**  
*for the year ended 31 December 2009*

	<i>Note</i>	<b>2009</b> £	2008 £
Turnover		-	-
Operating costs		-	-
		<hr/>	<hr/>
<b>Operating result</b>	<b>3</b>	-	-
Net interest payable	<b>5</b>	-	(331,653)
		<hr/>	<hr/>
<b>Result on ordinary activities before taxation</b>		-	(331,653)
Taxation on result on ordinary activities	<b>6</b>	-	64,521
		<hr/>	<hr/>
<b>Result for the financial year</b>	<b>11</b>	-	(267,132)
		<hr/>	<hr/>


The company has no recognised gains or losses in either the current or preceding year, other than those disclosed in the profit and loss account. There is no difference between the results as disclosed in the profit and loss account and the result on an unmodified historical cost basis in either the current or preceding financial year.

Reserve movements are given in note 10.

**Balance sheet**  
*at 31 December 2009*

	<i>Note</i>	<b>2009</b> £	£	<b>Restated</b> <b>2008</b> £	£
<b>Current assets</b>					
Debtors (including £49,481 (2008 £49,481) due after one year)	7	1,833,016		1,833,016	
Creditors amounts falling due within one year	8	(8,072,828)		(8,072,828)	
<b>Net current liabilities</b>			(6,239,812)		(6,239,812)
<b>Net liabilities</b>			(6,239,812)		(6,239,812)
<b>Capital and reserves</b>					
Called up share capital	9		100		100
Profit and loss account	10		(6,239,912)		(6,239,912)
<b>Equity shareholders' deficit</b>	11		(6,239,812)		(6,239,812)

These financial statements were approved by the board of directors on 31 March 2010 and were signed on its behalf by

  
TF George  
Director

Company Registered Number 02801677



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

#### *Going concern*

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Business Review section of the Directors' Report

The financial statements have been prepared on the going concern basis, notwithstanding net liabilities of £6,239,812, which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by Carillon plc, the company's ultimate parent undertaking. Carillon plc has provided the company with an undertaking that for at least twelve months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment.

The company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. The directors, having assessed the responses of the directors of the company's ultimate parent, Carillon plc, to their enquiries have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Carillon group to continue as a going concern or its ability to continue with the current banking arrangements.

As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on this undertaking the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result in the basis of preparation being inappropriate.

#### *Cash flow statement*

Under FRS 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that Carillon plc, the company's ultimate parent undertaking, includes the company's cash flows in its own published consolidated financial statements.

#### *Taxation*

The charge for taxation is based on the result for each year and takes into account deferred taxation. Deferred tax assets or liabilities arise from timing differences between the recognition of gains and losses in the financial statements and their recognition in the tax computation which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19. Liabilities are calculated on a non-discounted full provision basis. Assets are calculated on the same basis, but are recognised only to the extent that it is probable that they will be recovered.

### 2 Restatement

The 2008 balance sheet has been restated to disclose amounts due to and from fellow group companies on a gross basis.

## Notes (continued)

### 3 Operating result

The audit fee for the year ended 31 December 2009 amounting to £1,250 (2008 £2,000) was borne by Carillion Construction Limited, a fellow group subsidiary

Fees paid to the company's auditor, KPMG Audit Plc, and its associates for services other than the statutory audit of the company are not disclosed in these financial statements since the consolidated financial statements of the company's parent, Carillion plc, are required to disclose non-audit fees on a consolidated basis

### 4 Remuneration of directors

The two directors of the company are employed by a fellow group subsidiary and are remunerated by those companies in respect of their services to the group as a whole. They receive no emoluments from this company

### 5 Net interest payable

	2009 £	2008 £
Amounts payable to group undertakings	-	331,653

### 6 Taxation on loss on ordinary activities

#### Analysis of credit for the year

	2009 £	2008 £
<i>UK corporation tax</i>		
Current tax	-	(94,521)
Adjustments in respect of prior periods	-	30,000
	-	(64,521)
<i>Deferred tax</i>		
Origination and reversal of timing differences	-	-
	-	(64,521)
Tax credit for the year	-	(64,521)

#### Factors affecting tax credit for the year

The tax assessed differs from the application of the standard rate of corporation tax in the UK of 28% (2008 28.5%) to the company's result before taxation for the following reasons

	2009 £	2008 £
<i>UK corporation tax</i>		
Result on ordinary activities before tax	-	(331,653)
Current tax at 28% (2008 28.5%)	-	(94,521)
<i>Effects</i>		
Adjustments in respect of previous periods	-	30,000
Total current tax credit	-	(64,521)

There is no actual or potential liability for deferred tax

**Notes (continued)**

**7 Debtors**

	2009 £	Restated 2008 £
Amounts falling due within one year		
Amounts owed by group undertakings	1,783,535	1,703,262
Group relief receivable	-	80,273
	<hr/>	<hr/>
Amounts falling due after one year	1,783,535	1,783,535
Amounts owed by group undertakings	49,481	49,481
	<hr/>	<hr/>
	<b>1,833,016</b>	<b>1,833,016</b>
	<hr/>	<hr/>

**8 Creditors' amounts falling due within one year**

	2009 £	Restated 2008 £
Amounts owed to group undertakings	8,072,828	8,052,187
Other creditors	-	20,641
	<hr/>	<hr/>
	<b>8,072,828</b>	<b>8,072,828</b>
	<hr/>	<hr/>

**9 Called up share capital**

	2009 £	2008 £
<i>Authorised</i>		
Ordinary shares of £1 each	1,000	1,000
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
Ordinary shares of £1 each	100	100
	<hr/>	<hr/>

**10 Reserves**

	Profit and loss account £
Deficit at beginning of year	(6,239,912)
Result for the year	-
	<hr/>
<b>Deficit at end of year</b>	<b>(6,239,912)</b>
	<hr/>

**Notes** *(continued)*

**11 Reconciliation of movements in equity shareholders' deficit**

	2009 £	2008 £
Result for the financial year	-	(267,132)
Opening equity shareholders' deficit	(6,239,812)	(5,972,680)
	<hr/>	<hr/>
Closing equity shareholders' deficit	(6,239,812)	(6,239,812)
	<hr/>	<hr/>

**12 Related party transactions**

As a subsidiary of Carillion plc the company is exempt from the requirements of Financial Reporting Standard 8, 'Related Party Transactions', to provide information on related party transactions with other undertakings within Carillion plc group. Note 13 gives details of how to obtain a copy of the published financial statements of Carillion plc.

**13 Ultimate holding company**

The company's controlling company is Carillion plc, its ultimate parent company, which is incorporated in Great Britain.

Copies of the group financial statements of Carillion plc are available from 24 Birch Street, Wolverhampton WV1 4HY.