

# **UNITED GAS SERVICES LIMITED**

**Accounts for the Year Ended  
31 December 1996**

**together with the Directors' and  
Auditors' Reports**



# **United Gas Services Limited**

## **Accounts for the Year Ended 31 December 1996**

### **Directors**

Roger Geoffrey Turner  
Mark Ransom Conway  
Harry Charles Stahel, Jnr

### **Secretary**

Timothy Piers Patrick Neill

### **Auditors**

Arthur Andersen  
Chartered Accountants  
1 Surrey Street  
London, WC2R 2PS

### **Bankers**

Lloyds Bank plc  
Butler Place  
Caxton Street  
London, SW1H 0PR

### **Solicitors**

Blackwell Sanders Matheny Weary & Lombardi L.C.  
6 Bouverie Street  
London, EC4Y 8DD

### **Registered Office**

21 Tothill Street  
London, SW1H 9LL

### **Registered Number**

Company Registration Number: 2850031

# United Gas Services Limited

## Accounts for the Year Ended 31 December 1996

### Directors' Report

The Directors present their report together with the accounts and Auditors' report for the year ended 31 December 1996.

#### 1. Statement of Directors' and Auditors' Responsibilities

##### Directors' responsibilities

Company law requires the Directors to prepare accounts for each financial year which 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 those accounts, the Directors are required to:

- \* select suitable accounting policies and then apply them consistently;
- \* make judgements and estimates that are reasonable and prudent;
- \* state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- \* prepare the accounts 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 which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are 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.

##### Auditors' responsibilities

Company law requires Auditors to form an independent opinion on the accounts presented by the Directors based on their audit and to report their opinion to the shareholders. The Companies Act 1985 also requires Auditors to report to the shareholders if the following requirements are not met:

- \* that the company has maintained proper accounting records;
- \* that the accounts are in agreement with accounting records;
- \* that Directors' emoluments and other transactions with Directors are properly disclosed in the accounts; and
- \* that the Auditors have obtained all the information and explanations which, to the best of their knowledge and belief, are necessary for the purpose of their audit.

The Auditors' opinion does not encompass the Directors' report on pages 2 to 3. However, the Companies Act 1985 requires Auditors to report to the shareholders if the matters contained in the Directors' report are inconsistent with the accounts.

# United Gas Services Limited

Accounts for the Year Ended 31 December 1996

## Directors' Report (continued)

### 2. Principal Activity

The principal activity of the company is to provide, as agent, natural gas transportation services exclusively for subsidiary undertakings of UtiliCorp United Inc., the company's ultimate parent undertaking.

### 3. Results and Dividends

The company commenced to trade on an agency basis on 1 March 1996, recording no profit or loss on its own account.

The Directors do not recommend the payment of a dividend in respect of the year (1995: £Nil).

### 4. Future Developments

The Directors intend to continue to seek suitable business opportunities.

### 5. Directors and their Interests

The Directors who served during the year were:

Roger Geoffrey Turner  
Mark Ransom Conway  
Harry Charles Stahel, Jnr

Appointed

1 January 1997

None of the Directors had interests (including options) in the share capital of the company required to be disclosed under Sch VII of the Companies Act 1985.

### 6. Auditors

The Directors will place a resolution before the Annual General Meeting to reappoint Arthur Andersen as Auditors for the ensuing year.

By order of the Board



T P P Neill  
Secretary

21 Tothill Street  
London, SW1H 9LL

21 March 1997

# United Gas Services Limited

## Accounts for the Year Ended 31 December 1996

### To the Shareholders of United Gas Services Limited:

We have audited the accounts on pages 5 to 7 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

#### Respective responsibilities of Directors and Auditors

As described on page 2, the company's Directors are responsible for the preparation of the accounts and it is our responsibility to form an independent opinion, based on our audit, on those accounts 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 accounts. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the accounts 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 accounts 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 accounts.

#### Opinion

In our opinion the accounts give a true and fair view of the company's state of affairs at 31 December 1996 and have been properly prepared in accordance with the Companies Act 1985.

*Arthur Andersen*

Arthur Andersen  
Chartered Accountants and Registered Auditors  
1 Surrey Street  
London, WC2R 2PS

21 March 1997

# United Gas Services Limited

## Balance Sheet at 31 December 1996

	Note	1996 £	1995 £
<b>Current Assets</b>			
Debtors	3	-	2
Cash at bank and in hand		753,469	-
		<u>753,469</u>	<u>2</u>
<b>Creditors</b>			
Amounts falling due within one year	4	(753,467)	-
		<u>2</u>	<u>2</u>
<b>Net Current Assets</b>		<u>2</u>	<u>2</u>
<b>Total Assets less Current Liabilities</b>		<u>2</u>	<u>2</u>
<b>Net Current Assets</b>		<u>2</u>	<u>2</u>
<b>Net Assets</b>		<u><u>2</u></u>	<u><u>2</u></u>
<b>Capital and Reserves</b>			
Called up equity share capital	5	2	2
		<u>2</u>	<u>2</u>
<b>Total Equity Shareholder's Funds</b>		<u><u>2</u></u>	<u><u>2</u></u>

The company has not traded on its own account in the year, and has incurred no income or expenditure. Accordingly, no profit and loss account has been prepared.

The accompanying notes are an integral part of this balance sheet.

On behalf of the Board



M R Conway  
Director

21 March 1997

# United Gas Services Limited

## Accounts for the Year Ended 31 December 1996

### Notes to the Accounts

#### 1. Accounting Policies

A summary of the principal accounting policies, all of which have been applied consistently throughout the year, and preceding period, is set out below.

##### Accounting convention

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

##### Cash Flow

In accordance with sections 246 and 247 of the Companies Act 1985, the company qualifies as a small company. Therefore, the company has taken advantage of paragraph 8 of Financial Reporting Standard Number 1 not to present a cash flow statement.

#### 2. Directors' Remuneration

The directors did not receive any remuneration in respect of their services as directors of United Gas Services Limited during the year or the preceding year.

#### 3. Debtors

	1996 £	1995 £
Due from parent undertaking	-	2
	<u>-</u>	<u>2</u>

#### 4. Creditors: Amounts Falling Due Within One Year

	1996 £	1995 £
Due to parent undertaking	753,467	-
	<u>753,467</u>	<u>-</u>

#### 5. Called-up Share Capital

	1996 £	1995 £
<b>Authorised</b>		
<b>Number</b>		
1,000 Ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>
<b>Issued and fully paid</b>		
<b>Number</b>		
2 Ordinary shares of £1 each	2	2
	<u>2</u>	<u>2</u>

# **United Gas Services Limited**

**Accounts for the Year Ended 31 December 1996**

## **Notes to the Accounts (continued)**

### **6. Ultimate Parent Company**

United Gas Services Limited is a wholly owned subsidiary undertaking of United Gas Company Limited which is registered in England and Wales.

The largest group in which the results of United Gas Services Limited are consolidated is that headed by UtiliCorp United Inc., which is incorporated in the State of Delaware in the United States of America and whose principal place of business is:

UtiliCorp United Inc.  
20 West Ninth Street  
Kansas City, Missouri 64105  
United States of America

The smallest group in which they are consolidated is headed by Utilicorp U.K. Limited, a company registered in England and Wales and whose principal place of business is:

21 Tothill Street  
London  
SW1H 9LL

The consolidated accounts of these groups are available to the public and may be obtained from:

The Secretary  
UtiliCorp U.K. Limited  
21 Tothill Street  
London  
SW1H 9LL