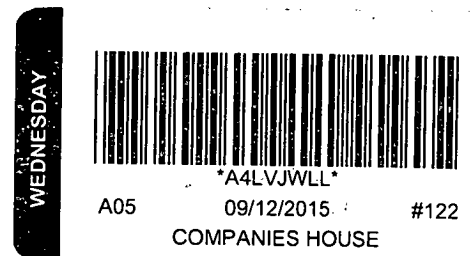


Registered No: 3108756

Westinghouse Electric Energy Systems UK Limited

Annual Report and Accounts

31 March 2015



Westinghouse Electric Energy Systems UK Limited

COMPANY INFORMATION

DIRECTOR

PG Martin

SECRETARY

FA Houghton

AUDITORS

Ernst & Young LLP
100 Barbirolli Square
Manchester
M2 3EY

BANKERS

JP Morgan Chase Bank N.A.
125 London Wall
London
EC2Y 5AJ

REGISTERED OFFICE

Springfields
Salwick
Preston
Lancashire
PR4 0XJ

Westinghouse Electric Energy Systems UK Limited

STRATEGIC REPORT

The director presents the strategic report for the financial year ended 31 March 2015.

BUSINESS REVIEW

The company's principal activity is to provide financing for the investing and borrowing of cash funds amongst the group companies not included in the group's cash pooling arrangement.

The company's key financial indicators during the year were as follows:

	2015	2014	% Change increase/ (decrease)
Operating result	-	-	-%
Loss on ordinary activities before taxation	(£98k)	(£29k)	(237.9%)
Cash at bank and in hand	£7k	£1,263k	(99.5%)
Shareholders' equity	£28k	£1,270k	(97.8%)
Current assets as a % of current liabilities ('quick ratio')	28:1	1,270:1	(97.8%)

The loss for the year, after taxation, amounted to £77k (2014: loss of £58k). This is mainly due to unrealised foreign exchange losses on the revaluation of the Euro bank account.

Cash at bank and in hand has decreased by £1,256k mainly due to a dividend of £1,165k paid to Westinghouse Electric UK Holdings Limited.

Shareholders' equity decreased by £1,242k due to the dividend payment to Westinghouse Electric UK Holdings Limited, foreign exchange losses on the revaluation of the Euro bank account and corporation tax.

PRINCIPAL RISKS AND UNCERTAINTIES

The majority of Westinghouse's companies utilise the cash pooling arrangement for funding purposes. Westinghouse Electric Energy Systems UK Limited (WEESUK) provides financing for the investing and borrowing of cash funds for Westinghouse companies outside the cash pooling arrangement. Future risks could include the availability of cash resources to fund these companies if required and increases in interest rates. At 31 March 2015, WEESUK had not received or provided any loans to other group companies.

On behalf of the Board



PG Martin
Director
Date: 24 November 2015

Westinghouse Electric Energy Systems UK Limited

DIRECTORS' REPORT

REGISTERED NO: 3108756

The director presents the report and accounts for the financial year ended 31 March 2015.

DIRECTORS

The director who served during the year and changes since the year end was as follows:

PG Martin

The company maintains Directors and Officers' liability insurance covering the defence costs of civil legal proceedings and the damages resulting from the unsuccessful defence of such proceedings except, in such cases, to the extent that a director or officer acted fraudulently or dishonestly.

DIVIDENDS

During the year the director paid a total dividend of £1,165k to Westinghouse Electric UK Holdings Limited (2014: £5,500k).

FUTURE DEVELOPMENTS

The company intends to continue to provide financing for the investing and borrowing of cash funds amongst the group companies not included in the group's cash pooling arrangement.

FINANCIAL INSTRUMENTS

The company's financial instruments comprise some cash and short-term loans to and from group undertakings that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the company's operations.

The main risks arising from the company's financial instruments are interest rate risk, foreign currency risk and liquidity risk. The director reviews and agrees policies for managing each of these risks and they are summarised below. The policies have remained unchanged since incorporation.

Interest rate risk

The company finances its operations through a mixture of retained profits and loans to/from group undertakings. Interest rates in respect of group undertakings are in accordance with Westinghouse treasury policies.

Foreign currency risk

As at 31 March 2015 there were no outstanding foreign currency contracts (2014: nil).

Company policies ensure that an overall view of the group's exchange exposure and foreign currency commitments can be done in conjunction with the Treasury Department of Westinghouse Electric Company LLC.

Westinghouse Electric Energy Systems UK Limited

DIRECTORS' REPORT (continued)

FINANCIAL INSTRUMENTS (continued)

Liquidity risk

Multi-currency notional cash pooling is a liquidity management technique whereby debit and credit balances in the bank accounts of the multiple group companies in various currencies are offset. All cash pooling accounts are treated as only one account with only one balance even though the actual balances are in the name of the different group companies. The main purpose of the cash pool is to use surplus cash and at the same time reduce borrowing costs for the group. This means that all excess cash and borrowing requirements from the group company's local bank accounts are concentrated in the global cash pool. Working capital cash requirements are retained in the local bank accounts. Each group company maintains its existing local banking relationship. Additionally, a local or functional currency account in the group company's name is opened, with all cash balances, in all currency accounts being interest bearing. As the accounts are pooled and offset, interest expense is reduced and/or interest income is increased. The cash pool is also utilised to fund Toshiba in the form of interest bearing loans to Toshiba of Europe Limited (formerly Toshiba International Finance (UK) Plc), generally on a monthly rolling basis.

RESEARCH AND DEVELOPMENT

The company does not engage in research and development activities. Its primary function is to provide financing for Westinghouse companies not included in the cash pooling arrangement.

POLITICAL DONATIONS

The company has not made any political contributions during the year (2014: £nil).

GOING CONCERN

The company's business activities, together with the factors likely to affect its future development, its financial position and financial risk management objectives are described in the Strategic Report on page 3.

The company has adequate cash resources and as a consequence, the director believes that the company is well placed to manage its business risks successfully.

After making enquiries, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, he continues to adopt the going concern basis in preparing the annual report and accounts.

Westinghouse Electric Energy Systems UK Limited

DIRECTORS' REPORT (continued)

AUDITORS

In accordance with Section 415(1) of the Companies Act 2006, the above director:

- is not aware of any relevant audit information of which the company's auditors are unaware; and
- has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

The Directors' Report has been prepared in accordance with Section 417 of the Companies Act 2006.

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

On behalf of the Board



PG Martin

Director

Date: 24 November 2015

Westinghouse Electric Energy Systems UK Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The director is responsible for preparing the Strategic Report and the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period.

In preparing those accounts, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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 director is 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. He is 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WESTINGHOUSE ELECTRIC ENERGY SYSTEMS UK LIMITED

We have audited the financial statements of Westinghouse Electric Energy Systems UK Limited for the year ended 31 March 2015 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement, the Statement of Total Recognised Gains and Losses and the related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom 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 Statement of Directors' Responsibilities set out on page 7, the director is 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 and express an opinion on 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the director; and the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report and Accounts to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 March 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom 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

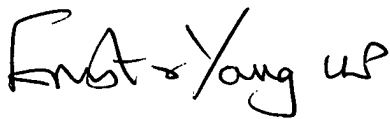
In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITORS' REPORT (continued)
TO THE MEMBERS OF WESTINGHOUSE ELECTRIC ENERGY SYSTEMS UK LIMITED

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.



Julian Yates
Senior Statutory Auditor
for and on behalf of Ernst & Young LLP, Statutory Auditor
Manchester

Date: 03/12/15

Westinghouse Electric Energy Systems UK Limited

PROFIT AND LOSS ACCOUNT

For the year ended 31 March 2015

	Notes	2015 £000	2014 £000
OPERATING RESULT		-	-
Interest receivable and other income	4	-	57
Interest payable and similar charges	5	(98)	(86)
		<hr/>	<hr/>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(98)	(29)
Taxation on loss on ordinary activities	6	21	(29)
		<hr/>	<hr/>
LOSS FOR THE FINANCIAL YEAR		(77)	(58)
		<hr/>	<hr/>

The above arises from continuing operations.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

For the year ended 31 March 2015

There are no recognised gains or losses other than the loss for the year of £77k (2014: loss of £58k).

Westinghouse Electric Energy Systems UK Limited

BALANCE SHEET

Registered No: 3108756

At 31 March 2015

	Notes	2015 £000	2014 £000
CURRENT ASSETS			
Debtors	7	21	7
Cash at bank and in hand		7	1,263
		<hr/>	<hr/>
TOTAL CURRENT ASSETS		28	1,270
		<hr/>	<hr/>
NET CURRENT ASSETS		28	1,270
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		28	1,270
		<hr/>	<hr/>
NET ASSETS		28	1,270
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	8	-	-
Profit and loss account	9	28	1,270
		<hr/>	<hr/>
EQUITY SHAREHOLDERS' FUNDS	10	28	1,270
		<hr/>	<hr/>

The financial statements of Westinghouse Electric Energy Systems UK Limited for the year ended 31 March 2015 were authorised for issue by the director on 18 November 2015 and the Balance Sheet was signed by the director:



PG Martin
Director
Date: 24 November 2015

Westinghouse Electric Energy Systems UK Limited

STATEMENT OF CASH FLOWS
For the year ended 31 March 2015

	Notes	2015 £000	2014 £000
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	11a	7	(73)
RETURNS ON INVESTMENT AND SERVICING OF FINANCE			
Interest received		-	84
		-	84
EQUITY DIVIDENDS PAID			
Equity dividends paid to parent company		(1,165)	(5,500)
TAXATION			
Corporation taxation paid		-	(3)
NET CASH OUTFLOW BEFORE MANAGEMENT OF LIQUID RESOURCES AND FINANCING		(1,158)	(5,492)
MANAGEMENT OF LIQUID RESOURCES			
Decrease in current accounts due from group undertakings		-	6,609
(DECREASE)/INCREASE IN CASH		(1,158)	1,117
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS		2015 £000	2014 £000
(Decrease)/increase in cash in the period		(1,158)	1,117
Cash inflow from decrease in current accounts due from group undertakings		-	(6,609)
Changes in net funds resulting from cash flows	11b	(1,158)	(5,492)
Exchange movement	11b	(98)	(86)
Movement in the period		(1,256)	(5,578)
Net funds at the beginning of the period	11b	1,263	6,841
Net funds at the end of the period	11b	7	1,263

Westinghouse Electric Energy Systems UK Limited

NOTES TO THE ACCOUNTS At 31 March 2015

1. ACCOUNTING POLICIES

Accounting convention

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

Going concern

The company's business activities, together with the factors likely to affect its future development, its financial position and financial risk management objectives are described in the Strategic Report on page 3.

The company has adequate cash resources and as a consequence, the director believes that the company can manage its business risks successfully.

After making enquiries, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, he continues to adopt the going concern basis in preparing the annual report and accounts.

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, taxation, with the following exceptions:

- Deferred taxation assets are recognised only to the extent that the director considers that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred taxation is measured on an undiscounted basis at the taxation rates that are expected to apply in the periods in which timing differences reverse, based on taxation rates and laws enacted or substantively enacted at the balance sheet date.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction or at the contracted rate if the transaction is covered by a forward exchange contract. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date or if appropriate at the forward contract rate. Exchange differences are taken to the profit and loss account.

2. DIRECTORS' EMOLUMENTS AND EMPLOYEE INFORMATION

The director received no emoluments during the year in respect of his services as director of the company (2014: £nil) and it is not practicable to identify the costs in relation to these services. The director is remunerated by Westinghouse Electric UK Holdings Limited.

The company had no employees during the financial year ended 31 March 2015 (2014: nil).

Westinghouse Electric Energy Systems UK Limited

NOTES TO THE ACCOUNTS (continued)
At 31 March 2015

3. AUDIT FEES

Audit fees for 2014 and 2015 were paid by Westinghouse Electric UK Holdings Limited.

4. INTEREST RECEIVABLE AND OTHER INCOME

	2015 £000	2014 £000
Interest receivable from group undertakings	-	48
Other interest receivable	-	9
	<u>-</u>	<u>57</u>

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2015 £000	2014 £000
Exchange losses	98	86
	<u>98</u>	<u>86</u>

6. TAX

(a) Tax on loss on ordinary activities

The tax (charge)/credit is made up as follows:

	2015 £000	2014 £000
<i>Current tax:</i>		
Group relief	(21)	(7)
Total current tax charge	<u>(21)</u>	<u>(7)</u>
<i>Deferred tax:</i>		
Origination and reversal of timing differences	-	36
Tax on loss on ordinary activities	<u>(21)</u>	<u>29</u>

Westinghouse Electric Energy Systems UK Limited

NOTES TO THE ACCOUNTS (continued)
At 31 March 2015

6. TAX (continued)

(b) Factors affecting the current tax charge

The tax assessed on the loss on ordinary activities for the year is the same as the standard rate of corporation tax in the UK of 21% (2014: 23%).

	2015	2014
	£000	£000
Loss on ordinary activities before tax	(98)	(29)
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 21% (2014: 23%)	(21)	(7)
Total current tax	(21)	(7)

(c) Factors that may affect future tax charges

The UK corporation tax rate is 21% for the period ended 31 March 2015 and will fall to 20% from 1 April 2015.

7. DEBTORS

	2015	2014
	£000	£000
Amounts owed by fellow subsidiary undertaking	21	7
	21	7

8. SHARE CAPITAL

	2015	2014
	£	£
Authorised: 100 ordinary shares of £1 each	100	100
Allotted, called-up and fully paid: 3 ordinary shares of £1 each	3	3

Westinghouse Electric Energy Systems UK Limited

NOTES TO THE ACCOUNTS (continued)
At 31 March 2015

9. RESERVES

	Profit and loss account £000
At 1 April 2014	1,270
Loss for the year	(77)
Dividends paid	(1,165)
At 31 March 2015	28

10. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS

	2015 £000	2014 £000
Loss for the financial year	(77)	(58)
Dividends paid	(1,165)	(5,500)
Opening shareholders' funds	1,270	6,828
Closing shareholders' funds	28	1,270

11. NOTES TO THE STATEMENT OF CASH FLOWS

(a) Reconciliation of operating result to net cash flow from operating activities:

	2015 £000	2014 £000
Operating result	-	-
Decrease/(increase) in operating debtors and prepayments	7	(7)
Decrease in creditors and accruals	-	(66)
Net cash flow from operating activities	7	(73)

Westinghouse Electric Energy Systems UK Limited

NOTES TO THE ACCOUNTS (continued) At 31 March 2015

11. NOTES TO THE STATEMENT OF CASH FLOWS (continued)

(b) Analysis of net funds

	At 1 April 2014	Cash flow	Exchange movement	At 31 March 2015
	£000	£000	£000	£000
Cash at bank and in hand	1,263	(1,158)	(98)	7
	1,263	(1,158)	(98)	7

12. ULTIMATE HOLDING COMPANY AND CONTROLLING PARTY

The company is a subsidiary undertaking of Westinghouse Electric UK Holdings Limited and the ultimate parent company is Toshiba Corporation. Westinghouse Electric UK Holdings Limited is a subsidiary undertaking of Toshiba Nuclear Energy Holdings (UK) Limited which is owned in the following proportions:

87%	Toshiba Corporation
10%	National Atomic Company Kazatomprom JSC
3%	IHI Corporation

The smallest and largest group in which the results of the corporation are consolidated is that headed by Toshiba Corporation, a company incorporated in Japan. No other group financial statements include the results of the company. The consolidated financial statements of the group are available to the public and may be obtained from the Head Office of the Toshiba Corporation in Japan. The head office address is Toshiba, 1-1, Shibaura, 1-chome, Minato-ku, Tokyo 105-8001, Japan.

13. RELATED PARTY TRANSACTIONS

During the year the group entered into transactions in the ordinary course of business with other related parties. Transactions entered into, and trading balances outstanding at 31 March, are as follows:

	2015 £000	2015 £000	2014 £000	2014 £000
<i>Interest receivable and payable</i>	Interest receivable	Interest payable	Interest receivable	Interest payable
Westinghouse Barras Provence SA	-	-	48	-
	-	-	48	-

Westinghouse Electric Energy Systems UK Limited

NOTES TO THE ACCOUNTS (continued)
At 31 March 2015

13. RELATED PARTY TRANSACTIONS (continued)

	2015	2015	2014	2014
	£000	£000	£000	£000
<i>Debtors and creditors</i>	Debtor	Creditor	Debtor	Creditor
Springfields Fuels Limited	21	-	7	-
	21	-	7	-