

**BROOMCO (1850) LIMITED**

**REPORT AND ACCOUNTS**

**31 MARCH 2001**

**Registered Number: 3773200**



# **Broomco (1850) Limited**

## **Annual report for the year to 31 March 2001**

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# **Broomco (1850) Limited**

## **Directors and advisers**

### **Directors**

B A Williams  
K Broom

### **Secretary and Registered Office**

B J Bean  
Mill Lane  
Wingerworth  
Chesterfield  
Derbyshire, S42 6NG

### **Registered Auditors**

PricewaterhouseCoopers  
1 East Parade  
Sheffield  
S1 2ET

### **Solicitors**

DLA  
Fountain Precinct  
Balm Green  
Sheffield  
S1 1RZ

### **Bankers**

The Royal Bank of Scotland plc  
P O Box 450  
5-10 Great Tower Street  
London  
EC3P 3HX

# **Broomco (1850) Limited**

## **Directors' report for the year to 31 March 2001**

The Directors present their annual report and the audited financial statements for the year to 31 March 2001.

### **Principal activities and future developments**

The Company is a holding company and has no assets other than those shown on the balance sheet on page 7. The company is not expected to trade in the foreseeable future.

### **Directors and directors' interests**

The directors of the company at 31 March 2001 and those who served during the whole of the year, unless otherwise stated, are listed below:

B A Williams  
K Broom  
S Schäfer (resigned 31 October 2001)  
K-D Henning (resigned 31 October 2001)

According to the register kept in accordance with the Companies Act 1985 the directors at 31 March 2001 had no interests in the shares of the Company.

There is no requirement for the directors to retire by rotation.

### **Dividends**

The directors do not recommend the payment of a final dividend.

### **Auditors**

PricewaterhouseCoopers were appointed auditors during the period and a resolution for their reappointment will be proposed at the annual general meeting.

### **By order of the Board**



**B A Williams**  
Director  
21 December 2001

# **Broomco (1850) Limited**

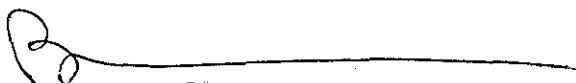
## **Statement of directors' responsibilities**

The Directors are required by UK Company Law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the Company as at the end of the financial period and of the profit or loss of the Company for that period.

The Directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the period ended 31 March 2001. The Directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

The Directors are responsible for keeping proper accounting records, for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**By order of the Board**

A handwritten signature in dark ink, appearing to be 'B A Williams', followed by a long horizontal line extending to the right.

**B A Williams**

Director

21 December 2001

# **Broomco (1850) Limited**

## **Auditors report to the members of Broomco (1850)Limited**

We have audited the financial statements on pages 7 to 12.

### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the Annual Report. As described on page 4, this includes responsibility for preparing the financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the United Kingdom Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

### **Basis of audit 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.

## **Broomco (1850) Limited**

### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 March 2001 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*PricewaterhouseCoopers*

**PricewaterhouseCoopers**

Chartered Accountants and Registered Auditors

Sheffield

21 December 2001

## **Broomco (1850) Limited**

### **Profit and loss account for the year ended 31 March 2001**

	Notes	2001 £	2000 £
Provision against fixed asset investments	3	<u>(5,202,121)</u>	<u>-</u>
<b>Loss on ordinary activities before taxation</b>		<u>(5,202,121)</u>	<u>-</u>
<b>Loss for the financial year</b>	9	<u><u>(5,202,121)</u></u>	<u><u>-</u></u>

There is no difference between the loss on ordinary activities before taxation and the loss sustained for the period stated above, and their historical cost equivalents.

The company has no recognised gains and losses other than the losses above and therefore no separate statement of total recognised gains and losses has been prepared.



# Broomco (1850) Limited

## Balance sheet at 31 March 2001

	Notes	2001 £	2000 £
<b>Fixed assets</b>			
Investments	3	-	5,202,121
<b>Current assets</b>			
Debtors	4	<u>2,000,001</u>	<u>2,000,001</u>
		<b>2,000,001</b>	<b>2,000,001</b>
<b>Creditors:</b> amounts falling due within one year	5	<u>-</u>	<u>(400,000)</u>
<b>Net current assets</b>		<b>2,000,001</b>	<b>1,600,001</b>
<b>Total assets less current liabilities</b>		<u><b>2,000,001</b></u>	<u><b>6,802,122</b></u>
<b>Creditors:</b> amounts falling due after more than one year	6	<u><b>(5,325,941)</b></u>	<u><b>(4,925,941)</b></u>
<b>Net assets</b>		<u><b>(3,325,940)</b></u>	<u><b>1,876,181</b></u>
<b>Capital and reserves</b>			
Called up share capital	8	<b>7,054</b>	<b>7,054</b>
Share premium account	9	<b>1,869,127</b>	<b>1,869,127</b>
Profit and loss account	9	<b>(5,202,121)</b>	-
<b>Equity shareholders' funds</b>	10	<u><b>(3,325,940)</b></u>	<u><b>1,876,181</b></u>

The financial statements on pages 7 to 12 were approved by the board of directors on  
21 December 2001 and were signed on its behalf by:



Keith Broom  
Director

# **Broomco (1850) Limited**

## **Notes to the financial statements for the year to 31 March 2001**

### **1 Principal accounting policies**

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

#### **Basis of accounting**

These financial statements are prepared in accordance with the historical cost convention.

#### **Exemption from preparing consolidated financial statements**

The financial statements contain information about Broomco (1850) Limited as an individual company and do not contain consolidated financial information as the parent of a group. Furthermore, no notice has been served on the company by Carbotech Aktivkohlen GmbH who have an 18% interest in the company requiring the preparation of consolidated financial statements. The company and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, CPL Industries Limited, a company registered in England and Wales.

#### **Cash flow statement**

Under section 246 of the Companies Act 1985 the company is classified as a small company and is exempt from the requirement to produce a cash flow statement.

#### **Related party transactions**

As the company is not trading there are no related party transactions requiring disclosure.

### **2 Directors' emoluments**

None of the directors received any emoluments from the company for their services.

# Broomco (1850) Limited

## Notes to the financial statements for the year to 31 March 2001

### 3 Fixed asset investments

	Subsidiaries £
Cost or valuation at 31 March 2000	5,202,121
<b>At 31 March 2001</b>	<b>5,202,121</b>
Amounts written off at 31 March 2000	-
Charge in the year	(5,202,121)
<b>At 31 March 2001</b>	<b>(5,202,121)</b>
<b>Net book value</b>	
<b>At 31 March 2001</b>	<b>-</b>
At 31 March 2000	5,202,121

Name of undertaking	Nature of business	Proportion of nominal value of issued shares held %
Carbon Link Holdings Limited	Sale of activated carbon	100
CPL Environmental Limited	Water filtration products	100

All subsidiaries are incorporated in Great Britain. All shares held in subsidiary companies are £1 ordinary shares.

CPL Environmental and Carbon Link Holdings have net liabilities and the directors do not expect these companies to generate significant profits in the foreseeable future. Accordingly the investments have been fully provided against.

### 4 Debtors

	2001 £	2000 £
<b>Amounts falling due within one year:</b>		
Other debtors	1	1
Amounts due from own subsidiary companies	2,000,000	2,000,000
	<b>2,000,001</b>	<b>2,000,001</b>

### 5 Creditors: amounts falling due within one year

	2001 £	2000 £
Accruals and deferred income	-	400,000
	<b>-</b>	<b>400,000</b>

# Broomco (1850) Limited

## Notes to the financial statements for the year to 31 March 2001

### 6 Creditors: amounts falling due after more than one year

	2001 £	2000 £
Amounts owed to parent company	<u>5,325,941</u>	<u>4,925,941</u>

### 7 Deferred taxation

There is no potential liability for deferred taxation.

### 8 Called up share capital

	2001 £	2000 £
<b>Authorised</b>		
7,490,000 'A' ordinary shares of 1p each	74,900	74,900
2,510,000 'B' ordinary shares of 1p each	25,100	25,100
	<u>100,000</u>	<u>100,000</u>
<b>Allotted, called up and fully paid</b>		
705,400 'A' ordinary shares of 1p each	7,054	7,054
1 'B' ordinary shares of 1p each	-	-
	<u>7,054</u>	<u>7,054</u>

The 'A' and 'B' shares are entitled to 82% and 18% respectively of profits available for distribution and the return of assets whether in a winding up or reduction of capital or otherwise. The voting rights of the 'A' and 'B' shares are 74.9% and 25.1% respectively.

### 9 Movement on reserves

	2001 Share premium account £	2001 Profit and loss account £
Opening balance at 31 March 2000	1,869,127	-
Retained loss for the period	-	(5,202,121)
<b>Closing balance at 31 March 2001</b>	<u>1,869,127</u>	<u>(5,202,121)</u>

# Broomco (1850) Limited

## Notes to the financial statements for the year to 31 March 2001

### 10 Movement in shareholders funds

	2001 £
At 31 March 2000	1,876,181
Loss for the financial period	(5,202,121)
At 31 March 2001	<u>(3,325,940)</u>

### 11 Capital commitments

There were no capital commitments at 31 March 2001.

### 12 Contingent liabilities

	2001 £	2000 £
Amount of guarantee in respect of cross-guarantee on bank overdraft of subsidiaries within the group	<u>49,015,861</u>	<u>42,172,579</u>

### 13 Ultimate parent company

The parent undertaking and controlling party is CPL Industrial Services (Holdings) Limited.

The directors regard CPL Industries Limited as the ultimate parent company and ultimate controlling party. The holding company is preparing consolidated accounts for the year ended 31 March 2001. No other group accounts include the results of the company. According to the register kept by the company, CPL Industries Limited has a 82% interest in the equity capital of Broomco (1850) Limited at 31 March 2001.

Copies of the financial statements of these companies may be obtained from The Secretary, CPL Industries Limited, Mill Lane, Wingerworth, Chesterfield, Derbyshire, S42 6NG.