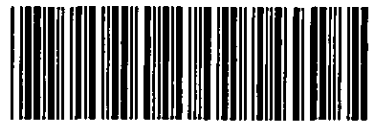


YCL Transport Limited

Report and Financial Statements

31 March 2013

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Contents

Directors and other information	2
Directors' report	3
Statement of directors' responsibilities in respect of the financial statements	4
Independent auditor's report	5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8

Directors and other information

Directors

PA Aspin

BF Murphy

UU Secretariat Limited

Secretary

UU Secretariat Limited

Auditor

KPMG Audit Plc

St James' Square

Manchester

M2 6DS

Registered office

Haweswater House

Lingley Mere Business Park

Lingley Green Avenue

Great Sankey

Warrington

WA5 3LP

Directors' report

The directors present their report and the audited financial statements for the year ended 31 March 2013

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption. Accordingly, no enhanced business review has been prepared

Results and dividends

The company made neither a profit nor a loss during the year (2012 £nil)

No interim ordinary dividend was declared during the year (2012 £966,000). The directors have not recommended a final ordinary dividend for the year ended 31 March 2013 (2012 £nil)

Principal activities and review of business

The company did not trade during the current or prior year, the only transactions in the year being the collection and payment of cash in relation to legacy leases

Directors

The directors who held office during the year and to date are given below

PA Aspin

BF Murphy

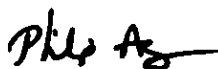
UU Secretariat Limited

During the year, directors' and officers' liability insurance was in force

Auditor

Our auditor, KPMG, has informed us that for administrative reasons and to instigate the orderly wind down of business, they wish to formally change the entity which conducts the Company's audit from KPMG Audit Plc to KPMG LLP. KPMG Audit Plc has indicated that it will resign as auditor during the year ending 31 March 2014 and the directors will propose the appointment of KPMG LLP as auditor of the Company for the financial year ending 31 March 2014

Approved by the board and signed on its behalf by



PA Aspin

Director

19 September 2013

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the 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 the directors have 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 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 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 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 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

Independent auditor's report

to the members of YCL Transport Limited

We have audited the financial statements of YCL Transport Limited for the year ended 31 March 2013 set out on pages 6 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 auditor's 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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 2013 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.

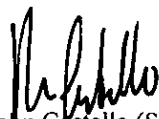
Opinion on other matter prescribed by the Companies Act 2006

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.

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.



John Costello (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
St James' Square
Manchester
M2 6DS

24 September 2013

Profit and loss account

For the year ended 31 March 2013

	Note	2013 £000	2012 £000
Other income		45	45
Other expenses		(45)	(45)
Result on ordinary activities before taxation	2	-	-
Taxation charge on the result on ordinary activities		-	-
Result after taxation	7	-	-

All of the results shown above relate to continuing operations

The company had no recognised gains or losses, in either year, other than those contained in the profit and loss account. Accordingly, a separate statement of total recognised gains and losses has not been prepared.

Balance sheet

At 31 March 2013

	Note	2013 £000	2012 £000
Current assets			
Debtors	4	10	9
Creditors amounts falling due within one year	5	(10)	(9)
Net current assets and net assets		-	-
Capital and reserves			
Called up share capital	6	-	-
Share premium	7	-	-
Profit and loss account	7	-	-
Shareholders' funds	7	-	-

The financial statements of YCL Transport Limited, registered number 3842309, were approved by the board of directors and authorised for issue on **19** September 2013. They were signed on its behalf by

PA Aspin

PA Aspin
Director

Notes to the financial statements

At 31 March 2013

1. Accounting policies

Basis of accounting

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

The company has sufficient current assets to enable it to pay its current liabilities and therefore the directors believe it is appropriate to prepare the accounts on a going concern basis

Cash flow statement

At 31 March 2013, the company was a wholly owned subsidiary of United Utilities PLC and was included in the consolidated financial statements of United Utilities Group PLC, which are publicly available and which include a consolidated cash flow statement. Consequently the company is exempt under the terms of Financial Reporting Standard 1 (revised) 'Cash flow statements' from publishing a cash flow statement

Related party transactions

As the company is a wholly owned subsidiary of the group headed by United Utilities Group PLC, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 'Related party transactions' not to disclose transactions or balances with other wholly owned subsidiaries which form part of the group

During the year, no transactions were entered into with related parties other than with other group companies in the normal course of business

Leased assets

Leases are classified according to the substance of the transaction. Operating leases are leases that do not transfer substantially all the risks and rewards of ownership to the lessee

Operating leases

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease

2. Result on ordinary activities before taxation

There have been no employees of the company during the year other than the Directors (2012 nil, other than the Directors). The directors' fees are borne by other group companies and are not recharged (2012 same). This is because a fair apportionment is not possible as services are provided to multiple entities

The auditor's remuneration for the statutory audit of the company was borne by another group undertaking. The amount attributable but not recharged to YCL Transport Limited was £1,000 (2012 £1,000). There were no non-audit services provided by the auditor to the company in either year

3. Dividends

Amounts recognised as distributions to equity holders in the year are

	2013 £000	2012 £000
Interim dividend for the year ended 31 March 2013 at £nil per share (2012 0.616p per share)	-	966

4. Debtors

	2013 £000	2012 £000
Amounts owed by group undertaking	10	9

Notes to the financial statements (continued)

At 31 March 2013

5. Creditors: amounts falling due within one year

	2013 £000	2012 £000
Other creditors	10	9

6. Called up share capital

	2013 £	2012 £
Allotted, called up and fully paid		
2 A' ordinary shares of £0 00001 each	-	-
100,000 ordinary shares of £0 00001 each	1	1
	<u>1</u>	<u>1</u>

The 'A' ordinary shares and the ordinary shares rank pari passu in all respects

7. Capital and reserves

	Share capital £000	Profit and loss account £000	Total shareholders' funds £000
At 1 April 2012	-	-	-
Result for year	-	-	-
At 31 March 2013	<u>-</u>	<u>-</u>	<u>-</u>

8. Operating lease commitments

The company is committed to make the following payments under non-cancellable leases during the next year

	2013 £000	2012 £000
Non-cancellable operating leases which expire		
Between two and five years	6	7
After five years	38	38
	<u>44</u>	<u>45</u>

Notes to the financial statements (continued)

At 31 March 2013

9. Ultimate parent undertaking

During the year the shareholding of the company was transferred to United Utilities PLC from United Utilities Communications Limited, a company incorporated in Great Britain. As at 31 March 2013 the company's immediate parent undertaking is United Utilities PLC.

In the directors' opinion, the company's ultimate parent undertaking and controlling party is United Utilities Group PLC, a company incorporated in Great Britain.

The smallest group in which the results of the company are consolidated is that headed by United Utilities PLC. The consolidated accounts of this group are available to the public and may be obtained from The Company Secretary, United Utilities PLC, Haweswater House, Lingley Mere Business Park, Lingley Green Avenue, Great Sankey, Warrington, WA5 3LP.

The largest group in which the results of the company are consolidated is that headed by United Utilities Group PLC. The consolidated accounts of this group are available to the public and may be obtained from The Company Secretary, United Utilities Group PLC, Haweswater House, Lingley Mere Business Park, Lingley Green Avenue, Great Sankey, Warrington, WA5 3LP.