

3932792

**National Grid Overseas Two Limited**

**Directors' Report**

**And Unaudited Financial Statements**

**For the year ended 31 March 2011**

TUESDAY



\*A0XOFYAI\*

A16

11/10/2011

15

COMPANIES HOUSE

---

## **National Grid Overseas Two Limited**

### **Directors' Report**

**For the year ended 31 March 2011**

The Directors present their report and the unaudited financial statements of the Company for the year ended 31 March 2011

#### **Principal activity**

The Company has been dormant within the meaning of the Companies Act 2006 throughout the year

#### **Directors**

The Directors of the Company during the year and up to the date of signing the financial statements were

M A D Flawn  
D C Forward  
C J Waters

#### **Statement of Directors' responsibilities**

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 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 those financial statements, 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 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.

**National Grid Overseas Two Limited**

**Directors' Report (continued)**

**For the year ended 31 March 2011**

**Directors' indemnities and insurance**

National Grid plc indemnifies Directors and officers of subsidiary companies against liabilities arising from the conduct of National Grid's business, to the extent permitted by law, by the placing of Directors' and Officers' insurance. The insurance indemnifies individual Directors' and Officers' personal legal liability and cost for claims arising out of actions taken in connection with the business of National Grid plc and its subsidiaries.

On behalf of the Board

**Registered office**

1-3 Strand  
London  
WC2N 5EH

Registered in England and Wales  
Company registration number 3932792



**D C Forward**  
Company Secretary

*6 October* 2011

**National Grid Overseas Two Limited**

**Profit and loss account**

**For the years ended 31 March**

	Note	2011 £'000	2010 £'000
Interest receivable from fellow subsidiary undertakings		-	12,496
<b>Profit on ordinary activities before taxation</b>		-	12,496
Tax on profit on ordinary activities	3	-	(44)
<b>Profit for the financial year transferred to reserves</b>		-	12,542

The Company has no recognised gains other than the profit for the financial year stated above and therefore no separate statement of total recognised gains has been presented

There are no material differences between the profit on ordinary activities before and after taxation for the financial year stated above and their historical cost equivalents

**National Grid Overseas Two Limited**

**Balance sheet**

**As at 31 March**

	Note	2011 £'000	2010 £'000
<b>Current assets</b>			
Amounts owed by parent company		35,424	35,424
<b>Net assets</b>		<u>35,424</u>	<u>35,424</u>
 <b>Capital and reserves</b>			
Called up share capital	4	-	-
Share premium account		451,975	451,975
Profit and loss account		(416,551)	(416,551)
<b>Total shareholders' funds</b>	5	<u>35,424</u>	<u>35,424</u>

For the year ending 31 March 2011 the Company was entitled to exemption from audit under Section 480 of the Companies Act 2006 relating to dormant companies

The Directors acknowledge their responsibility for

- a) Ensuring the members have not required the Company to obtain an audit of its accounts for the year in question in accordance with Section 476 of the Companies Act 2006, and
- b) Ensuring that the Company has complied with the Companies Act 2006 with respect to accounting records and the preparation of accounts

The financial statements on pages 3 to 6 were approved by the Board of Directors on ~~6 October~~ 2011 and signed on its behalf by



**M A D Flawn**  
Director

# **National Grid Overseas Two Limited**

## **Notes to the unaudited financial statements**

**For the year ended 31 March 2011**

### **1. Accounting policies**

#### **Basis of accounting**

These financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting and financial reporting standards and the Companies Act 2006

### **2. Directors and employees**

The emoluments of the Directors are not paid to them in their capacity as Directors of the Company and are payable for services wholly attributable to other National Grid subsidiary undertakings. Accordingly, no details in respect of their emoluments have been included in these financial statements. During the year there were no Directors (2010: four) who exercised share options in the ordinary shares of the ultimate parent company, National Grid plc.

There were no employees of the Company during the year (2010: none)

### **3. Tax on profit on ordinary activities**

	<b>2011 £'000</b>	<b>2010 £'000</b>
<b>Current tax:</b>		
UK Corporation tax	-	44

The tax as stated for the year is lower than the standard rate of corporation tax in the UK of 28%. The differences are explained below:

	<b>2011 £'000</b>	<b>2010 £'000</b>
Profit on ordinary activities before taxation	-	12,496
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28%	-	3,499
Effect of Taxation on transfer pricing adjustments	-	(3,455)
Total current tax charge for the year	-	44

### **4. Called up share capital**

	<b>2011 £'000</b>	<b>2010 £'000</b>
<b>Allotted, called up and fully paid</b>		
100 ordinary shares of £1 each	100	100

**National Grid Overseas Two Limited**  
**Notes to the unaudited financial statements (continued)**  
**For the year ended 31 March 2011**

**5. Reconciliation of movement in shareholders' funds**

	<b>2011 £'000</b>	<b>2010 £'000</b>
Profit for the financial year	-	12,452
Net increase in shareholders' funds	-	12,452
Opening shareholders' funds	35,424	22,972
Closing shareholders' funds	<b>35,424</b>	<b>35,424</b>

**6. Related party transactions and ultimate parent company**

The Company is exempt under the terms of FRS8 from disclosing transactions with National Grid plc and its subsidiary undertakings where all of the voting rights are held within the group. There were no related party transactions with companies where not all of the voting rights are held within the National Grid plc group of companies.

The ultimate parent and controlling company is National Grid plc and the immediate parent company is National Grid Overseas Limited. The largest and smallest groups which include the Company and for which consolidated financial statements are prepared, are headed by National Grid plc and National Grid Holdings One plc respectively. Both of these companies are registered in England and Wales.

Copies of these consolidated financial statements can be obtained from the Company Secretary, National Grid plc, 1-3 Strand, London, WC2N 5EH.