TAURUS WASTE RECYCLING LIMITED

REPORT AND FINANCIAL STATEMENTS

31 October 2004



Taurus Waste Recycling Limited DIRECTORS AND OFFICERS

DIRECTORS

P J Scarborough S T Mills R Bird G R Bird K C Cartwright S J Watkins

SECRETARY

Mrs J A Scarborough

REGISTERED OFFICE

10 Wintersells Road Byfleet Surrey KT14 7LF

AUDITORS

J A Cini Chartered Accountants Birnam Close Ripley Woking GU23 6JH

SOLICITORS

Courts & Co 15 Wimpole Street London W1G 9SY

Taurus Waste Recycling Limited DIRECTORS REPORT

The directors submit their report and the financial statements of Taurus Waste Recycling Limited for the year ended 31 October 2004.

PRINCIPAL ACTIVITIES

The principal activity of the group during the period was that of waste management, haulage contracting and waste tipping.

REVIEW OF THE BUSINESS

The directors consider that the results for the second full year of trading and the financial position at the end of the year to be satisfactory and that trading conditions are continuing to improve.

RESULTS AND DIVIDENDS

The retained profit for the year after taxation was £273,614 (2003: £288,747) and has been transferred to reserves. The directors do not recommend the payment of a dividend.

DIRECTORS AND THEIR INTERESTS

The directors during the year and their beneficial interests in the shares of the company, including family interests, were as follows:

Ordinary shares Of £1 each

P J Scarborough	200,000
S T Mills	200,000
R Bird	50,000
K C Cartwright	50,000
S T Watkins	50,000
G R Bird	50,000

CHARITABLE DONATIONS

The group made charitable donations of £367 during the year.

AUDITORS

J A Cini, Chartered Accountants, have indicated their willingness to be reappointed. A resolution for their reappointment will be put to the members at the annual general meeting.

By order of the board

P J Scarborough Director

20 January 2005

Taurus Waste Recycling Limited directors' responsibilities in the preparation of financial statements

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the group and of the profit or loss of the group for that period. In preparing those financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- d. 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 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 financial statements comply with the requirements of 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TAURUS WASTE RECYCLING LIMITED

We have audited the financial statements on pages 5 to 17.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 purposes. 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 opinion we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 Companies Act 1985. 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 with the company is not disclosed.

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Directors' Report. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

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 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company and the group at 31 October 2004 and of the group's profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Registered Auditor Chartered Accountants

Birnam Close

Ripley

Woking GU23 6JH 20 January 2005

Taurus Waste Recycling Limited CONSOLIDATED PROFIT AND LOSS ACCOUNT for the year ended 31 October 2004

	Notes	2004	2003
		£	£
TURNOVER	1	8,558,730	7,666,184
Cost of sales		(5,805,715)	(5,072,973)
Gross profit		2,753,015	2,593,211
Net operating expenses	2	(1,960,716)	(1,886,014)
OPERATING PROFIT		792,299	707,197
Exceptional item	5	26,712	-
PROFIT ON ORDINARY ACTIVITIES BEFORE INTEREST		765,587	707,197
Interest payable Interest receivable	3	(361,433)	(363,245) 96
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	404,154	344,048
Taxation	7	(130,540)	(55,301)
RETAINED PROFIT FOR THE YEAR	16	273,614	288,747

The notes form part of these financial statements.

Taurus Waste Recycling Limited CONSOLIDATED AND COMPANY BALANCE SHEETS 31 October 2004

	Notes	2004		2003	
		<i>Group</i> £	Company £	<i>Group</i> £	Company £
FIXED ASSETS					
Intangible assets Tangible assets Investments	8 9 10	2,972,765 3,014,634 - 5,987,399	495,932	3,098,260 2,742,109 - 5,840,369	495,932
CURRENT ASSETS Stock Debtors Cash in hand	11 12	34,042 1,404,332 1,405 1,439,779	947,845	24,042 1,455,526 100 1,479,668	1,212,467 - 1,212,467
CREDITORS: Amounts falling due within one year	13	(3,631,918)	(245,914)	(3,455,931)	(249,547)
NET CURRENT ASSETS/(LIABILITIES)		(2,192,139)	701,931	(1,976,263)	(962,920)
TOTAL ASSETS LESS CURRENT LIABILITIES		3,795,260	1,197,863	3,864,106	1,458,852
CREDITORS: Amounts falling due after more than one year	13	(2,408,218)	(602,459)	(2,831,915)	(861,000)
PROVISIONS FOR LIABILITIES AND CHARGES	14	(195,695)	-	(114,458)	-
		1,191,347	595,404	917,733	597,852
CAPITAL AND RESERVES Called up share capital Profit and loss account	15 16	600,000 591,347	600,000 (4596)	600,000 317,733	600,000 (2,148)
	17	1,191,347	595,404	917,733	597,852

Approved by the board on 20 January 2005 and signed on its behalf by

P J Scarborough

S T Mills

Directors

Taurus Waste Recycling Limited consolidated cash flow statement

for the year ended 31 October 2004

	2004 £	2003 £
Net cash inflow from operating activities	1,331,584	1,396,849
Returns on investments and servicing of finance	(361,433)	(363,148)
Capital expenditure and financial investment	(75,073)	(1,166,941)
	895,078	(133,240)
Financing	(1,173,475)	(186,642)
(Decrease)/increase in cash in year/period	(278,397)	(319,882)
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT		
Decrease in cash in the year	(278,397)	(319,882)
Cash inflow from increase in debt and lease finance	1,133,476	975,784
Change in net debt resulting from cash flows	-	-
New finance leases	(689,642)	(789,142)
Movement in net debt in the year/period	165,437	(133,240)
Net debt at 1 November 2003	(5,122,971)	(4,989,731)
Net debt at 31 October 2004	(4,957,534)	(5,122,971)

The notes form part of these financial statements

Taurus Waste Recycling Limited NOTES TO THE CASH FLOW STATEMENT

for the year ended 31 October 2004

1.	RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES	2004 £	2003 £
	Operating profit	792,299	707,197
	Amortisation of goodwill	165,692	163,778
	Depreciation	472,004	403,174
	Profit/loss on sale of fixed assets	(6,526)	
	Increase in stocks	(10,000)	
	Decrease/increase in debtors	10,997	
	Decrease/increase in creditors	(92,882)	(90,916)
	Net cash flow from operating activities	1,331,584	1,396,849
2.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED	2004	2003
	IN THE CASH FLOW STATEMENT	£	£
	Returns on investments and servicing of finance:		
	Interest paid	(268,545)	
	Interest element of hire purchase payments	(92,888)	(68,280)
	Net cash outflow for returns on investments and servicing of finance	(361,433)	(363,148)
	Capital expenditure and financial investment:		
	Purchase of tangible fixed assets		(1,191,940)
	Sale of tangible fixed assets	47,000	25,000
	Pickwick Farm abortive expenditure	(26,712)	-
	Net cash outflow for capital expenditure and financial investment	(75,073)	(1,166,940)
	Financing:		
	New loans in year	-	789,142
	Capital repayments in year	(1,353,475)	(975,784)
	Amount introduced by directors	180,000	
	Net cash flow from financing	(1,173,475)	(186,642)

The notes form part of these financial statements

Taurus Waste Recycling Limited NOTES TO THE CASH FLOW STATEMENT for the year ended 31 October 2004

3. ANALYSIS OF CHANGES IN NET DEBT

	At 1 November 2003 £	Cash flow £	Other non-cash changes	At 31 October 2004 £
Net cash:				
Cash at bank and in hand	100	1,305		1,405
Bank overdraft	(844,985)	(279,702)		(1,124,687)
	(844,885)	(278,397)		$(\overline{1,123,282})$
	» <u> </u>			
Debt:				
Hire purchase	(1,414,408)	730,199	(689,642)	(1,373,851)
Debts falling due within one year	(762,978)	-	-	(762,978)
Debts falling due after one year	(2,100,700)	403,277	-	(1,697,423)
	(4,278,086)	1,133,476	(689,642)	(3,834,252)
Total	(5,122,971)	855,079	(689,642)	(4,957,534)
				

Taurus Waste Recycling Limited ACCOUNTING POLICIES

BASIS OF ACCOUNTING

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

BASIS OF CONSOLIDATION

The consolidated financial statements incorporate those of Taurus Waste Recycling Limited and all of its subsidiary undertakings for the year. All financial statements are made up to 31 October 2004.

INTANGIBLE FIXED ASSETS

Goodwill represents the excess of the purchase price over the fair value of the net assets acquired and is capitalised and written off evenly over 20 years. In the opinion of the directors this represents the period over which the goodwill is effective.

TANGIBLE FIXED ASSETS

Fixed assets are stated as historical cost less accumulated depreciation.

Depreciation is provided on all tangible fixed assets calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows:

Land and buildings Plant and machinery 2% straight line basis

Fixtures, fittings and equipment

5%-25% reducing balance 10%-25% reducing balance

Motor vehicles

25% reducing balance

INVESTMENTS

Fixed asset investments are stated at cost less provisions for diminution in value.

DEFERRED TAXATION

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

LEASED ASSETS AND OBLIGATIONS

Where assets are financed by leasing agreements that give rights approximating to ownership ("finance leases"), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable during the lease term. The corresponding leasing commitments are shown as obligations to the lessor.

Lease payments are treated as consisting of capital and interest elements, and the interest is charged to the profit and loss account in proportion to the remaining balance outstanding.

All other leases are "operating leases" and the annual rentals are charged to profit and loss on the straight line basis over the lease term.

PENSION CONTRIBUTIONS

The pension costs charged in the financial statements represent the contributions payable by the company during the year.

TURNOVER

Turnover represents the invoiced value, net of Value Added Tax, of goods sold and services provide to customers outside the group.

Taurus Waste Recycling Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 October 2004

1. TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The group's turnover and profit before taxation were all derived from its principal activity wholly undertaken in the United Kingdom.

2.	NET OPERATING EXPENSES	2004 £	2003 £
	Administrative expenses	1,960,716	1,886,014
3.	INTEREST PAYABLE	2004 £	2003 £
	On bank loans and overdrafts	109,808	45,073
	On other loans Hire purchase interest	158,737 92,888	249,891 68,281
		361,433	363,245
4.	PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2004 £	2003 £
	Profit on ordinary activities before taxation is stated after charging:	2	~
	Depreciation – owned assets	472,004	403,174
	Hire of plant and machinery	66,461	80,624
	Profit on disposal of fixed assets	(6,526)	(1,174)
	Amortisation of goodwill	165,692	146,250
	Auditors remuneration	5,000	5,000
	Auditors remuneration for non audit work	5,750	22,320
	Directors' emoluments	232,776	174,001
			

Information regarding the highest paid director for the year ended 31 October 2004 is as follows:

Emoluments etc. 2004 £
39,996

The parent company's loss for the period to 31 October 2004 amounted to £2,448 (2003: £2,148).

5. EXCEPTIONAL ITEM

The exceptional item represents the costs incurred in obtaining an option for the use of land at Pickwick Farm for trading purposes which has turned out to be an abortive exercise.

Taurus Waste Recycling Limited NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 October 2004

6.	EMPLOYEES	2004	2003
	GROUP	No	No
	The average monthly number of persons (including directors) employed by the group during the period was:		
	Office and management	21	23
	Drivers Maintenance	52 5	56 4
			83
	Apart from the directors the Company had no employees		
		2004	2003
	Staff costs for above persons:	£	£
	Wages and salaries	1,752,144	1,500,472
	Social security costs Other pension costs	143,193	148,774 3,242
	omer peneren vosa	1.005.00=	
		1,895,337	1,652,488
7.	TAXATION	2004	2003
		£	£
	Current year UK corporation tax	49,303	- 55 201
	Deferred tax charge	81,237	55,301
		130,540	55,301
	Factors affecting the tax charge for the period Profit on ordinary activities before taxation	404,154	344,048
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30% (2003: 19%)	121,354	65,369
		121,334	05,507
	Effects of: Non deductible expenses	11,011	1,044
	Capital allowances in excess of depreciation	(17,365)	(35,367)
	Marginal tax relief Decrease in tax losses carried forward	(4,343) (61,354)	(31,046)
		49,303	
	Current tax charge	47,303	

Taurus Waste Recycling Limited NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 October 2004

Company £	2004 Group £				INTANGIBLE ASSETS
-	3,345,253 40,197				Cost At 1 November 2003 Reclassification of debtors
-	3,385,450				
- -	246,993 165,692				Amortisation At 1 November 2003 Charge for the year
-	412,685				
-	2,972,765				Net book value At 31 October 2004
	3,098,260				At 31 October 2003
					TANGIBLE FIXED ASSETS
					GROUP
Total £	Motor vehicles £	Fixtures fittings and equipment £	Plant and machinery £	Land and buildings	
					Cost
3,697,894 785,003 (66,850)	1,555,351 424,142 (66,850)	38,471 2,045	1,477,441 301,130 -	626,631 55,686	At 1 November 2003 Additions Disposals
4,416,047	1,914,643	40,516	1,477,441	682,317	
					Depreciation
955,785	467,458	16,813	451,558	19,956	At 1 November 2003
472,004 (26,376)	262,719 (26,376)	5,730	185,560	17,995 -	Charge for the year Eliminated on disposals
1,401,413	703,801	22,543	637,118	37,951	
3,014,634	1,210,842	17,973	1,141,453	644,366	Net book value At 31 October 2004
2,742,109	1,087,893	21,658	1,025,883	606,675	At 31 October 2003

Included in the net book value of plant and machinery and motor vehicles is £1,839,345 (2003: £1,610,988 in respect of assets held under hire purchase or similar arrangements.

Taurus Waste Recycling Limited NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 October 2004

10. FIXED ASSET INVESTMENTS

COMPANY

The company owns 100% of the share capital of Zebra Waste Disposal Services Limited, a company incorporated in England and Wales.

				2004 £	2003 £
	At 1 November 2003 and 31 October 2004			495,932	495,932
11.	STOCKS				
				2004 £	2003 £
	Fuel stock			34,042	24,042
12.	DEBTORS	2004 Group £	Company £	2003 Group £	Company £
	Due within one year:				
	Trade debtors	1,308,652	-	1,294,153	-
	Other debtors	6,514	6,514	80,484	75,870
	Prepayments and accrued income	62,916	-	54,639	1 10 (50 5
	Amount due from subsidiary	-	941,331	-	1,136,597
		1,378,082	947,845	1,429,276	1,212,467
	Due after more than one year:				
	Other debtors	26,250		26,250	
	Aggregate amounts	1,404,332	947,845	1,455,526	1,212,467
			***************************************		***************************************

Taurus Waste Recycling Limited NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 October 2004

13.	CREDITORS	Group £	2004 Company £	Group £	2003 Company £
	Amounta falling due within one war	r	£	£	r
	Amounts falling due within one year:	1 274 699	245.014	1.004.005	240 547
	Bank loans and overdraft	1,374,688	245,914	1,094,985	249,547
	Other loans	512,978	-	512,978	-
	Trade creditors	836,320	-	916,949	-
	Obligations under finance leases and hire purchase	663,056	-	683,193	-
	Corporation tax	49,303	-	_	-
	Other taxes and social security	174,227	_	170,050	_
	Other creditors	1,303	_	47,454	_
	Accruals	20,043		30,322	
	Acciuais	20,043	-	30,322	-
		3,631,918	245,914	3,455,931	249,547
	640				
	Amounts falling due in more than one year:				
	Bank loan	250,000	250,000	861,000	861,000
	Other loans	1,447,423	_	1,239,700	-
	Obligations under finance leases and hire purchase	710,795	-	731,215	-
		2,408,218	250,000	2,831,915	861,000
	An analysis of the maturity of loans is:				
	Repayable by instalments:				
	Repayable within one year	762,978	250,000	762,978	250,000
	In more than one year but not more than two years	762,978	250,000	762,978	250,000
	In more than two years but not more than five years		352,459	1,337,722	611,000
		2,460,401	852,459	2,863,678	1,111,000
	The bank loan and overdraft are secured by a first le other assets. Obligations under finance leases are se			o's land and b	uildings and
	Obligations under hire purchase contracts are analy	vsed as follov	vs:		
	Gross obligations				
	Within one year	755,747	-	767,043	-
	Between one and five years	811,498	-	843,848	-
		1,567,245	-	1,610,891	-
	Finance charges repayable				
	Within one year	92,961	_	83,850	_
	Between one and five years	100,703		112,633	
	Between one and five years	100,703	-	112,055	•
		193,394	-	196,483	-
	Net obligations repayable				
	Within one year	663,056	-	683,193	-
	Between one and five years	710,795	-	731,215	-
		1,373,851		1,414,408	

Taurus Waste Recycling Limited NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 October 2004

14.	PROVISION FOR LIABILITIES AND CHARGES		eferred axation
		2004 £	2003 £
	Balance at 1 November 2003 Transfer from profit and loss account	114,458 81,237	59,157 55,301
	Balance at 31 October 2004	195,695	114,458
		£	£
	Excess of tax allowances over depreciation Change in tax estimates Tax losses available	163,797 31,898	149,670 - (35,212)
	Tax losses available	195,695	114,458
15.	SHARE CAPITAL	2004 £	2003 £
	Authorised: 600,000 ordinary shares of £1 each	600,000	600,000
	Allotted, issued and fully paid: 600,000 ordinary shares of £1 each	600,000	600,000
16.	RESERVES	2004 £	2003 £
	At 1 November 2003 Retained profit for the year/period	317,733 273,614	28,986 288,747
		591,347	317,733
17.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	2004 £	2003 £
	Profit for the year/period Opening shareholders' funds	273,614 917,733	288,747 628,986
	Closing shareholders' funds	1,191,347	917,733

Taurus Waste Recycling Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 October 2004

18. COMMITMENTS UNDER OPERATING LEASES

At 31 October 2004 the company had annual commitments under non-cancellable operating leases as follows:

	2004	2003
	£	£
Land and buildings		
expiring in the first year	63,000	5,000
between one and five years	11,500	-
expiring after five years	176,500	176,500
	251,000	181,500
Other operating leases		
expiring in the first year	29,244	-
between one and five years	25,013	-
	54,257	

18. CONTROL

The ultimate controlling party comprises the shareholder members of the board of directors.

19. TRANSACTIONS WITH DIRECTORS

Mr P J Scarborough and Mr K C Cartwright have loaned the group £220,000 and £20,000 respectively. The loans are interest free. Neither loan has a fixed repayment date and they are therefore shown in the accounts under creditors falling due after one year.

20. POST BALANCE SHEET EVENTS

- 1. The group has acquired further freehold property adjacent to its transfer station in Fareham, Hampshire. The cost of the property, which has been fully funded by a mortgage over twenty years, amounted to £325,000.
- 2. On 30 November 2004 the disposed of its share in the "Brighton project". This project consisted of a skip hire business, a transfer station and various plant and machinery. The group received consideration of £320,000. Its annual commitment of £84,000 for rent has also cease. (Note 18)