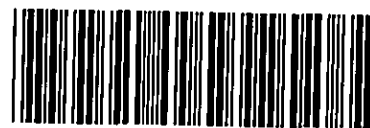


Registered number 04899473

Wheelers Export Limited

Directors' report and financial statements
for the year ended 31 December 2010

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Wheelers Export Limited

Company Information

Directors	C Chapron D Palmer-Jones
Company secretary	M H Thompson
Company number	04899473
Registered office	SITA House Grenfell Road Maidenhead Berkshire SL6 1ES
Auditors	Mazars LLP Registered Auditors Tower Bridge House St Katharine's Way London E1W 1DD

Wheelers Export Limited

Contents

	Page
Directors' report	1 - 4
Auditors' report	5 - 6
Profit and loss account	7
Balance sheet	8
Notes to the financial statements	9 - 15

Wheelers Export Limited

Directors' report for the year ended 31 December 2010

The directors present their report and the financial statements for the year ended 31 December 2010

Principal activities and review of business

The company's principal activity during the year was the provision of port facilities

The key financial performance indicators in the period were as follows

	2010	2009	
	£000	£000	Change
Turnover	496	151	+228%
Operating profit/ (loss)	46	(290)	+116%
Profit/ (loss) after tax	25	(216)	+112%
Shareholders deficit	(904)	(929)	+3%
Current assets as % of current liabilities	17%	23%	

Volumes of wood chip export increased during the year improving turnover and operating profit. The management anticipate that this level of turnover will be maintained for the foreseeable future.

Shareholders deficit has decreased due to the retained profit for the year.

Results and dividends

The profit for the year after taxation amounted to £25,000 (2009 - loss £ 216,000)

The directors do not recommend the payment of a dividend (2009 - £NIL)

Directors

The directors who served during the year were

C Chapron
D Palmer-Jones

No director who held office on 31 December 2010 had an interest in the company's shares either during the year or at 31 December 2010

Directors' indemnity

The company has granted indemnity to one or more of its directors against liabilities in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

Future developments

The directors expect for the company to continue to develop its operations in the export of recyclables other than metals.

Wheelers Export Limited

Directors' report for the year ended 31 December 2010 Going concern

The company's going concern is intrinsically linked to the performance, risks and going concern of the SITA Group. The SITA group, along with its ultimate parent company GDF Suez SA, has considerable financial resources together with long term contracts with a number of customers across different geographic areas and within different sectors of the recycling industry. As a consequence, the directors believe that the SITA group is well placed to manage its business risks successfully despite the current uncertain economic outlook.

Having made enquiries, the directors have a reasonable expectation that the company and the group have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Principal risks and uncertainties

The SITA Group has established a risk committee that evaluates the main risks facing the Group and the measures in place to manage those risks. The principal risks and uncertainties facing the Group are broadly grouped as operational risks, competitive risks, legislative risks, health and safety risks and financial instrument risks.

Operational risks

The success of the Group's operations is dependent upon the recruitment and retention of good quality staff. The Group's strategy seeks to make the SITA Group the preferred employer in the waste management sector through its employment policies.

Competitive risks

The business relies upon short-term contracts and non-contractual business from industrial and commercial customers, which is subject to normal price competition in the open market.

Legislative risks

The resource management and recycling business is subject to strict legislation and regulation. These standards are subject to continuous revision. Compliance with new standards can impose additional costs on the Group, and failure to comply could result in heavy penalties. The Group's management systems aim to ensure compliance with all relevant regulations.

Health and safety risks

The SITA Group acknowledges that its employees working within the resource management and recycling industry face significant potential hazards in their everyday work. The Group makes every effort to ensure that its Health and Safety policies are of the highest standard, are fit for purpose and are strictly adhered to on a daily basis.

Wheelers Export Limited

Directors' report for the year ended 31 December 2010

Principal risks and uncertainties (continued)

Financial instrument risks

The Group has established a risk and financial management framework whose primary objectives are to protect the Group from events that hinder the achievement of the Group's performance objectives

Use of derivatives

On certain major contracts, the SITA Group uses interest rate swaps in respect of the related funding to reduce exposure to interest rate movements, as well as foreign currency hedges to reduce exposure to exchange rate movements

Exposure to price, credit, liquidity and cash flow risk

Price risk arises on financial instruments because of changes in, for example, commodity prices or equity prices

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Group policies are aimed at minimising such losses, and require that deferred terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. Cash flow risk is the risk of exposure to variability of cash flows relating to a recognised asset or liability such as future interest payments on a variable rate debt. The Group produces long-term cash forecasts and monitors cash flows against these on a daily basis to ensure all financial obligations may be met as they fall due. Group funding requirements are periodically agreed with the Suez Group

Wheelers Export Limited

Directors' report for the year ended 31 December 2010

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 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,
- 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.

Provision of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

Re-appointment of auditor

The re-appointment of auditors will be considered at the company's AGM.

This report was approved by the board on **15 JUL 2011** and signed on its behalf



C Chapron
Director

Wheelers Export Limited

Independent auditors' report to the shareholders of Wheelers Export Limited

We have audited the financial statements of Wheelers Export Limited for the year ended 31 December 2010, which comprise the Profit and loss account, the Balance sheet and the related notes. 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).

Respective responsibilities of directors and auditors

As explained more fully in the Statement of directors' responsibilities, 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. This report is made solely to the company's member 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 member 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 member for our audit work, for this report, or for the opinions we have formed.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www.frc.org.uk/apb/scope/private.cfm.

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 December 2010 and of its profit 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.

Wheeler's Export Limited

Independent auditors' report to the shareholders of Wheeler's Export Limited

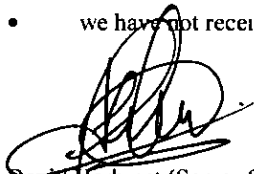
Opinion on other matter prescribed by the Companies Act 2006

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



David Herbinet (Senior Statutory Auditor)

for and on behalf of

Mazars LLP

Chartered Accountants and Statutory Auditor

Tower Bridge House

St Katharine's Way

London

E1W 1DD

Date

1 5 JUL 2011

Wheelers Export Limited

Profit and loss account for the year ended 31 December 2010

	Note	2010 £000	2009 £000
Turnover	1,2	496	151
Cost of sales		(372)	(359)
Gross profit/(loss)		124	(208)
Administrative expenses		(78)	(82)
Operating profit/(loss)	3	46	(290)
Interest payable and similar charges		(5)	(6)
Profit/(loss) on ordinary activities before taxation		41	(296)
Tax on profit/(loss) on ordinary activities	5	(16)	80
Profit/(loss) for the financial year	12	25	(216)

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the Profit and loss account

The notes on pages 9 to 15 form part of these financial statements

Wheelers Export Limited
Registered number 04899473

Balance sheet
as at 31 December 2010

	Note	£000	2010 £000	2009 £000
Fixed assets				
Tangible assets	6		116	106
Current assets				
Stocks		1	-	
Debtors	7	146	218	
		<u>147</u>	<u>218</u>	
Creditors amounts falling due within one year	8	(867)	(953)	
Net current liabilities			<u>(720)</u>	<u>(735)</u>
Total assets less current liabilities			<u>(604)</u>	<u>(629)</u>
Provisions for liabilities				
Other provisions	10		(300)	(300)
Net liabilities			<u>(904)</u>	<u>(929)</u>
Capital and reserves				
Called up share capital	11		-	-
Profit and loss account	12		(904)	(929)
Shareholders' deficit			<u>(904)</u>	<u>(929)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

15 JUL 2011



C Chapron
Director

The notes on pages 9 to 15 form part of these financial statements

Wheeler's Export Limited

Notes to the financial statements for the year ended 31 December 2010

1. Accounting policies

1.1 Basis of preparation of financial statements

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

At 31 December 2010 the company had net liabilities of £904,000 (2009 - £929,000). The directors are of the opinion that the going concern basis continues to be the appropriate basis for the preparation of the financial statements as Suez Environment UK Limited has confirmed its intention and ability to provide such financial support as may be necessary to allow the company to continue to operate as a going concern and to meet all of its obligations in full for the next twelve months from the date of approval of these financial statements. Suez Environment UK Limited, the company's ultimate UK parent company has also confirmed that the company will not be required to pay amounts due to other group undertakings unless the company has sufficient funds to pay other creditors in full.

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Leasehold property	-	Over the lease term of 20 years
Plant & machinery	-	3 - 10 years, straight line
Motor vehicles	-	3 - 10 years, straight line
Fixtures & fittings	-	3 - 5 years, straight line

1.5 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate.

Wheeler's Export Limited

Notes to the financial statements for the year ended 31 December 2010

1. Accounting policies (continued)

1.6 Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date

Deferred tax 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 tax, with the following exception

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which future reversal of the underlying timing differences can be deducted

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

2 Turnover

A geographical analysis of turnover is as follows

	2010 £000	2009 £000
United Kingdom	89	151
Rest of European Union	407	-
	<u>496</u>	<u>151</u>

3 Operating profit/(loss)

The operating profit/(loss) is stated after charging

	2010 £000	2009 £000
Depreciation of tangible fixed assets		
- owned by the company	32	39
Operating lease rentals other operating leases	83	83
	<u>115</u>	<u>122</u>

During the year, no director received any emoluments (2009 - £NIL) for services to this company

For the year ended 31 December 2010 and the prior year, auditors' remuneration was borne by a fellow group company

Wheeler's Export Limited

Notes to the financial statements for the year ended 31 December 2010

4. Staff costs

Staff costs were as follows

	2010 £000	2009 £000
Wages and salaries	97	81
Social security costs	9	7
	<u>106</u>	<u>88</u>

All employees are employed by SITA UK Limited and paid by SITA Holdings UK Limited. Costs are then recharged to the company.

The average monthly number of employees, including the directors, during the year was as follows

	2010 No	2009 No
Operations	3	2
Administration	2	2
	<u>5</u>	<u>4</u>

5. Taxation

	2010 £000	2009 £000
Analysis of tax charge/(credit) in the year		
Current tax (see note below)		
UK corporation tax charge/(credit) on profit/loss for the year	14	(78)
Adjustments in respect of prior periods	-	2
Total current tax	<u>14</u>	<u>(76)</u>
Deferred tax		
Origination and reversal of timing differences	1	(4)
Adjustments in respect of prior periods	1	-
Total deferred tax (see note 9)	<u>2</u>	<u>(4)</u>
Tax on profit/loss on ordinary activities	<u>16</u>	<u>(80)</u>

Wheelers Export Limited

Notes to the financial statements for the year ended 31 December 2010

5 Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2009 - *higher than*) the standard rate of corporation tax in the UK of 28% (2009 - 28%) The differences are explained below

	2010 £000	2009 £000
Profit/loss on ordinary activities before tax	41	(296)
Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 - 28%)	11	(83)
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	1	1
Capital allowances for year in excess of depreciation	2	4
Adjustments to tax charge in respect of prior periods	-	2
Current tax charge/(credit) for the year (see note above)	14	(76)

Factors that may affect future tax charges

Announcements were made after the balance sheet date to changes in tax rates that will have an effect on future tax charges of the company. The change in the corporation tax rate from 28% to 26% has been enacted and a further reduction of 1% per annum to 23 % has been announced but not substantively enacted. The effect on the deferred tax balance is not material.

6 Tangible fixed assets

	Leasehold property £000	Plant & machinery £000	Motor vehicles £000	Fixtures & fittings £000	Total £000
Cost					
At 1 January 2010	288	119	11	4	422
Additions	38	-	-	-	38
Transfers intra group	-	70	-	-	70
Transfer between classes	(24)	24	-	-	-
At 31 December 2010	302	213	11	4	530
Depreciation					
At 1 January 2010	249	59	5	3	316
Charge for the year	2	26	3	1	32
Transfers intra group	-	66	-	-	66
At 31 December 2010	251	151	8	4	414
Net book value					
At 31 December 2010	51	62	3	-	116
At 31 December 2009	39	60	6	1	106

Wheeler Export Limited

Notes to the financial statements for the year ended 31 December 2010

7 Debtors

	2010	2009
	£000	£000
Other debtors	-	78
Prepayments and accrued income	59	51
Deferred tax asset (see note 9)	87	89
	<u>146</u>	<u>218</u>

8. Creditors. Amounts falling due within one year

	2010	2009
	£000	£000
Amounts owed to group undertakings	832	938
Corporation tax	14	-
Accruals and deferred income	21	15
	<u>867</u>	<u>953</u>

9. Deferred tax asset

	2010	2009
	£000	£000
At beginning of accounting period	89	85
(Charge for)/released during year	(2)	4
	<u>87</u>	<u>89</u>

The deferred tax asset is made up as follows

	2010	2009
	£000	£000
Decelerated capital allowances	7	5
Other timing differences	80	84
	<u>87</u>	<u>89</u>

Wheeler's Export Limited

Notes to the financial statements for the year ended 31 December 2010

10 Provisions

	Property provision £000
At 1 January 2010	300
At 1 January 2010 and 31 December 2010	300

Property provision

A property provision has been set up in respect of expected future liabilities for property dilapidation

11 Share capital

	2010 £	2009 £
Allotted, called up and fully paid		
1 ordinary share of £1	1	1

12 Reserves

	Profit and loss account £000
At 1 January 2010	(929)
Profit for the year	25
At 31 December 2010	(904)

13 Operating lease commitments

At 31 December 2010 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
	2010 £000	2009 £000	2010 £000	2009 £000
Expiry date:				
Between 2 and 5 years	-	-	45	-
After more than 5 years	83	83	-	-

14. Related party transactions

Under the provisions of Financial Reporting Standard 8, the company is not required to disclose details of related party transactions with Group entities as it is a wholly owned subsidiary, and the consolidated financial statements in which the company results are included are available to the public

Wheelers Export Limited

Notes to the financial statements for the year ended 31 December 2010

15. Ultimate parent undertaking and controlling party

At the year end the immediate parent undertaking of the company was SITA MR Limited

At the year end the largest group of which Wheelers Export Limited was a member and for which group financial statements are drawn up is that headed by GDF Suez SA, whose consolidated financial statements for the year ended 31 December 2010 are available from 1 Place Samuel de Champlain, Faubourg de l'Arche, 92930 Paris la Defense, Cedex, France The smallest such group is that headed by Suez Environnement Company, whose group financial statements are available from 1 Rue d'Astorg, Paris, France

In the opinion of the directors, SITA UK Group Holdings Limited controls the company as a result of controlling 100% of the issued share capital of Wheelers Export Limited At the year end GDF Suez SA was the ultimate controlling party, being the ultimate controlling party of SITA UK Group Holdings Limited