ANNUAL REPORT FOR THE YEAR ENDED 31ST DECEMBER 2012

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## COMPANY INFORMATION

**DIRECTORS** 

D J Finch D G Lewis J Whittington

**SECRETARY** 

A M Comba

REGISTERED OFFICE

Astral House Imperial Way Watford Hertfordshire WD24 4WW

REGISTERED NUMBER

4958048

**AUDITOR** 

KPMG LLP Altius House

One North Fourth Street Central Milton Keynes

MK9 INE

**BANKERS** 

Barclays Bank PLC One Churchill Place

London E14 5HP

### DIRECTORS' REPORT

The Directors submit their report to the members, together with the audited financial statements for the year ended 31st December 2012

## Principal activity and review of the business

The principal activity of the Company is that of an investment holding company. The dividends received and paid during the year amounted to £100,000 (2011 £nil)

#### Directors

The Directors of the Company during the year are set out on page 1

## Indemnity provisions

No qualifying third party provision is in force for the benefit of any director of the Company

## Going concern

The financial statements have been prepared on the going concern basis of accounting which the directors believe to be appropriate because there are no material uncertainties related to events or conditions that may cast significant doubt about the ability of the company to continue to trade as a going concern

#### **Donations**

Donations to various United Kingdom charities during the year amounted to £nil (2011 £nil)

### Disclosure of information to the auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and each director has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information

## Auditor

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office

### **Approval**

The Report of the Directors was approved by the Board on 10th June 2013 and signed on its behalf by

D J Finch Director

# STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENT

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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, 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## INDEPENDENT AUDITOR'S REPORT

## TO THE MEMBERS OF WPA SUPPORT SERVICES (HOLDINGS) LIMITED

We have audited the financial statements of WPA Support Services (Holdings) Limited for the year ended 31st December 2012 set out on pages 5 to 9 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 3, 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 (APB'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 31st December 2012 and of its profit 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

Stephen Wardell (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

Altius House

1 North Fourth Street

Milton Keynes

Buckinghamshire

MK9 INE

11 June 2013

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 2012

	Note	2012 £000	2011 £000
Income from shares in subsidiary undertakings		100	-
Profit on ordinary activities before taxation  Tax on result on ordinary activities		100	-
Profit for the financial year	4	100	-

# All results arise from continuing operations

A Statement of Total Recognised Gains and Losses has not been prepared as the Company has no recognised gains or losses other than those reported above

# BALANCE SHEET AT 31ST DECEMBER 2012

	Notes	2012 £000	2011 £000
Fixed assets Investments	2	1	1
Net assets		1	1
Capital and reserves Called up share capital Profit and loss account	3 4	1 -	1
Shareholders' funds	5	1	1

The financial statements were approved by the Board on 10th June 2013 and signed on its behalf by

D J Finch

Director

Company Registered Number 4958048

## **ACCOUNTING POLICIES**

## Basis of preparation

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements, except as noted below

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

Under section 398 of the Companies Act 2006, the company has opted not to prepare group accounts by virtue of its size. These financial statements present information about the company as an individual undertaking and not about its group.

Under FRS 1 the Company is exempt from the requirement to prepare a cash flow statement by virtue of its size.

The Company's ultimate parent entity during the year was HICL Infrastructure Company Limited The address from which the financial statements can be obtained is 1 Le Truchot, St Peter Port, GY1 3SZ, Guernsey

The financial statements have been prepared on the going concern basis of accounting which the directors believe to be appropriate because there are no material uncertainties related to events or conditions that may cast significant doubt about the ability of the company to continue to trade as a going concern

#### Investments

Investments held as fixed assets are stated at cost less write downs to recoverable amounts where impairments are identified

# NOTES TO THE ACCOUNTS AT 31ST DECEMBER 2012

The Company had no employees during the period (2011 nil) None of the directors received remuneration relating to their services as directors of WPA Support Services (Holdings) Limited (2011 nil)

## 2 Investments

	Shares £000
Cost	
At 1st January 2012 and 31st December 2012	<u> </u>
Amounts written off	
At 1st January 2012 and 31st December 2012	
Net book value	
At 31st December 2012	1
At 31st December 2011	

The investment comprises 100% of the ordinary share capital of WPA Support Services Limited, a Private Finance Initiative Company incorporated in England and Wales

## 3 Share capital

	Allotted, called up and fully paid	
	2012 £000	2011 £000
1,000 (2011 1,000) ordinary shares of £1 each	1	1

# NOTES TO THE ACCOUNTS (continued) AS AT 31ST DECEMBER 2012

4	Reserves
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			Profit and loss account £000
	At 1st January 2012 Profit for the year Dividends paid		100 (100)
	At 31st December 2012		-
5	Reconciliation of movement in shareholders' funds		
		2012 £000	2011 £000
	Profit for the financial year Dividends paid	100 (100)	
	Net movement in shareholders' funds	-	-
	Opening shareholders' funds	1	1
	Closing shareholders' funds	1	1

# 6 Related party transactions

There are no related party transactions during the year

# 7 Ultimate parent company

The company's ultimate parent entity during the year was HICL Infrastructure Company Limited The address from which the financial statements can be obtained is 1 Le Truchot, St Peter Port, GY1 3SZ, Guernsey