Company Number 5018899

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2007

PKF (UK) LLP



COMPANY INFORMATION

Directors

Brian Haley

Matthew McGeehan Nigel Middleton David Sargent Ian Sexton

Secretary

Matthew McGeehan

Company Number

5018899

Registered Office

EcoPark Advent Way Edmonton London N18 3AG

Auditors

PKF (UK) LLP Farringdon Place 20 Farringdon Road

London EC1M 3AP

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DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2007

The directors present their report and the financial statements of the company for the year ended 31 December 2007

RESULTS AND DIVIDENDS

The profit for the year after taxation and before exceptional items was £657,209 (2006 profit of £1,107,443) The company was acquired by Polkacrest Limited on 16th February, 2007 and the intercompany indebtedness owed by the former parent company BFH Group Limited at that date was written off as an exceptional item as part of the acquisition transaction

The loss for the year, after taxation and exceptional item, amounted to £468,828 (2006) profit of £1,107,443). The directors have not recommended a dividend

REVIEW OF THE BUSINESS

The principal activity of the company is the collection, transportation and incineration of clinical waste. The integration of the company into the Polkacrest Group has provided opportunities for optimising revenue and gaining operating efficiencies.

On 1 January 2007 all trading operations with the exception of the Wrexham plant were transferred to Sterile Technologies (Newcastle) Limited (formerly South West Energy Limited)

On 16 February 2007 the company was sold to Polkacrest Limited

On 19 November 2007 the company changed its name from Attero Services Limited to Polkacrest Wales Limited

Future developments

The company has now fully integrated into the Polkacrest group and it well placed to continue its development

Risks / KPI

The market for clinical disposal is strong and the directors are not aware of any risk to trading revenues. Throughput volumes and other KPI's are satisfactory

DIRECTORS

The directors who served the company during the year were as follows

Mr F J M Ten Brink Mr S S Sacranie Mr P Simpson Mrs E Brandel Mr W D Blyde Mr M McGeehan Mr N R Middleton Mr B Haley Mr D G Sargent	(resigned 16 February 2007) (resigned 16 February 2007) (resigned 16 February 2007) (resigned 16 February 2007) (appointed 14 February 2007 and resigned 16 February 2007) (appointed 16 February 2007) (appointed 16 February 2007) (appointed 16 February 2007) (appointed 16 February 2007)
Mr I A Sexton	(appointed 16 February 2007)

FINANCIAL INSTRUMENTS

The company's policy is to finance working capital through retained earnings and through borrowings at prevailing market interest rates

The company does not actively use any other financial instruments as part of its financial risk management. It is exposed to the usual credit risk and cash flow risk associated with selling on credit and manages this through credit control procedures.

DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2007

PROVISION OF INFORMATION TO AUDITORS

So far as each of the directors is aware at the time the report is approved

- · there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any
 relevant audit information and to establish that the auditors are aware of that information

This report was approved by the board on 20 June 2008 and signed on its behalf

MR M McGEEHAN Director

POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) 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). The financial statements are required to 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,
- 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 that 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 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 POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED)

We have audited the financial statements of Polkacrest Wales Limited (formerly Attero Services Limited) for the year ended 31 December 2007 which comprise the profit and loss account, the balance sheet, the statement of total recognised gains and losses and the related notes. The financial statements have been prepared under the accounting policies set out therein

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 auditors' 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 auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom accounting standards ('United Kingdom Generally Accepted Accounting Practice') 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 International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and have been properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions is not disclosed

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED)

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2007 and of its loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985,
- the information given in the directors' report is consistent with the financial statements

PKF (UK) LLP

Registered Auditors

PKFCHILL

London, UK

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POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2007

•	<u>Notes</u>	Before exceptional item <u>2007</u> £	Exceptional Item (note 4) 2007	Total <u>2007</u> £	Total <u>2006</u> £
Turnover Continuing operations Discontinued operations	2	4,181,083	- -	4,181,083 -	4,074,077 17,763,688
		4,181,083	-	4,181,083	21,837,765
Cost of sales	3	(2,729,276)		(2,729,276)	(15,713,252)
Gross profit		1,451,807	-	1,451,807	6,124,513
Administrative expenses	3	(417,613)	(1,126,037)	(1,543,650)	(4,298,135)
Operating (loss) / profit Continuing operations Discontinued operations	4	1,034,194 -	(1,126,037)	(91,843)	884,113 942,265
		1,034,194	(1,126,037)	(91,843)	1,826,378
Interest receivable Interest payable and similar charges	7 s 8	10,122	<u>.</u>	10,122	1,688 (188,189)
(Loss) / profit on ordinary activition before taxation	es	1,044,316	(1,126,037)	(81,721)	1,639,877
Tax	10	(387,107)	-	(387,107)	(532,434)
(Loss)/profit for the financial year	r 21	657,209	(1,126,037)	(468,828)	1,107,443

The company has no recognised gains or losses other than the results for the year as set out above The loss for the year on a historical costs basis was £133,828

POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES AS AT 31 DECEMBER 2007

	<u>2007</u> £	<u>2006</u> £
(Loss)/profit for the financial year	(468,828)	1,107,443
Revaluation (note 20)	150,000	-
Total recognised (losses)/ gains for the year	(318,828)	1,107,443

POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) BALANCE SHEET

AS AT 31 DECEMBER 2007

FIXED ASSETS	<u>Notes</u>	2007 £	2007 £	2006 £	200 <u>6</u> £
Tangible assets	11		2,036,089		5,451,138
CURRENT ASSETS Stocks Debtors Cash at bank and in hand	12 13	89,489 1,062,812 378,538		383,942 7,176,126 451,085	
		1,530,839		8,011,153	
CREDITORS Amounts falling due within one year	14	(870,437)		(7,743,398)	
NET CURRENT ASSETS			660,402		267,755
TOTAL ASSETS LESS CURRENT LIABILITIES			2,696,491		5,718,893
CREDITORS Amounts falling due after more than one year	15		-		(2,432,006)
			2,696,491		3,286,887
PROVISIONS FOR LIABILITIES Deferred taxation	16		(24,620)		(296,188)
			2,671,871		2,990,699
CAPITAL AND RESERVES Called up equity share capital Revaluation reserve Profit and loss account	19 20 21		100 555,000 2,116,771		100 740,000 2,250,599
SHAREHOLDERS' FUNDS	22		2,671,871		2,990,699

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 18 July 2008

MR M McGEEHAN

Director

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2007

1 PRINCIPAL ACCOUNTING POLICIES

(a) Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with applicable accounting standards

The company is exempt from the requirement to draw up a cash flow statement in accordance with FRS1

(b) Turnover

Turnover is the total amount receivable by the company for goods supplied and services provided and is recognised by reference to the stage of completion of the transaction at the balance sheet date. All turnover is recognised exclusive of VAT

(c) Fixed assets

All fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment

(d) Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Freehold buildings

20 years

Leasehold land and buildings

- 5-20 years or period of lease, if shorter

Fixed plant Moveable plant - 5-20 years - 3-5 years

Moveable plant Motor vehicles

- 3-5 years

Freehold land is not depreciated

(e) Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

(f) Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

(g) Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2007

(h) **Deferred taxation**

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

TURNOVER 2

The turnover and profit before tax are attributable to the one principal activity of the company

An analysis of turnover is given below	2007 £	<u>2006</u> £
United Kingdom	4,181,083	21,837,765

ANALYSIS OF COST OF SALES AND NET OPERATING EXPENSES 3

	Continuing <u>operations</u> £	Discontinued operations £	<u>Total</u> £
Year ended 31 December 2007 Cost of sales Administrative expenses	2,729,276 1,543,650	-	2,729,276 1,543,650
Year ended 31 December 2006 Cost of sales Administrative expenses	2,682,227 507,737	13,031,025 3,790,398	15,713,252 4,298,135

Discontinued operations represent all of the company's previous trading operations (with the exception of the Wrexham plant) which were transferred at book value to another group company on 1 January 2007

OPERATING (LOSS) / PROFIT

Operating (loss) / profit is stated after charging

	<u>2007</u> £	<u>2006</u> £
Amortisation Depreciation of owned fixed assets Loss on disposal of fixed assets	- 165,196 -	342,963 883,946 9,794
Operating lease rentals - plant and machinery Exceptional item	19,540 1,126,037	362,023

The exceptional item relates to the write off of intercompany indebtedness

POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2007

STAFF COSTS

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Staff costs were as follows	<u>2007</u> €	2006 £
Wages and salaries Social security costs Other pension costs	549,805 47,120 -	3,873,078 293,943 3,100
	596,925	4,170,121
The average monthly number of persons employed by the company during t	the year was 29	(2006 196)
DIRECTORS' REMUNERATION		
No directors received any emoluments (2006 Nil)		
No director accrued benefits under company pension schemes (2006 Nil)		
INTEREST RECEIVABLE	<u>2007</u> €	2006 £
Bank interest receivable	10,122	1,688
INTEREST PAYABLE	2007 £	<u>2006</u> £
Interest payable to group undertakings	-	188,189
AUDITORS' REMUNERATION		
	2007 £	2006 £
Fees payable to the company's auditor for the audit of the company's annual accounts	10,000	-

YEAR ENDED 31 DECEMBER 2007

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(a) The charge for the year comprises:	2007 £	2006 £
Current tax	~	~
Corporation tax at 30% (2006 30%)	362,487	521,267
Adjustments in respect of prior periods	-	5,741
Total current tax	362,487	527,008
Deferred tax		
Changes in deferred tax balances arising from		
Origination or reversal of timing differences	24,620	5,426
Tax charge on profit on ordinary activities	387,107	532,434
		

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 30% ($2006\ 30\%$)

	2007 £	<u>2006</u> £
(Loss) / profit on ordinary activities before taxation	(81,721)	1,639,877
Profit on ordinary activities multiplied by standard rate of tax of 30% Capital allowances in excess of depreciation Expenses not deductible for tax purposes Adjustments to tax charge in respect of previous periods Write back of intercompany debt	(24,516) (29,149) 6 - 416,146	511,403 (11,167) 21,031 5,741
Total current tax (note 10(a))	362,487	527,008

YEAR ENDED 31 DECEMBER 2007

TANGIBLE FIXED ASSETS 11

	Freehold property £	Leasehold property £	Plant and machinery £	<u>Total</u> £
Cost or valuation At 1 January 2007 Additions	1,230,000	580,535	5,328,075 380,483	7,138,610 380,483
Transfers Revaluation	(580,000) 150,000	(580,535)	(3,864,441)	(5,024,976) 150,000
At 31 December 2007	800,000	-	1,844,117	2,644,117
Depreciation At 1 January 2007 Charge for the year	13,125 2,063	131,099	1,543,248 163,133	1,687,472 165,196
Transfers	(6,375)	(131,099)	(1,107,166)	(1,244,640)
At 31 December 2007	8,813	-	599,215	608,028
Net book value At 31 December 2007	791,187	-	1,244,902	2,036,089
At 31 December 2006	1,216,875	449,436	3,784,827	5,451,138

Freehold property includes land with a value of £751,673 which is not depreciated

YEAR ENDED 31 DECEMBER 2007

11 **TANGIBLE FIXED ASSETS (Continued)**

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Freehold land and buildings	2007 £	2006 £
At cost Revaluation	245,000 555,000	490,000 740,000
	800,000	1,230,000

Freehold land and buildings were revalued in August 2007 by Lambert Smith Hampton (external chartered surveyors and commercial property consultants) The basis of the valuation used was open market value with no selling costs deducted

No provision has been made in the deferred taxation account for the estimated corporate tax that would be payable on disposal at this valuation, because, in the opinion of the directors, those assets are unlikely to be disposed of in the foreseeable future

If the freehold land and buildings had not been revalued, they would have been included on the historical cost basis at the following amount

		Freehold property £
Cost At 1 January 2007 Transfers		490,000 (245,000)
At 31 December 2007		245,000
Depreciation At 1 January 2007 Charge for the year Transfers		13,125 856 (6,375)
At 31 December 2007		7,606
Net book value At 31 December 2007		237,394
At 31 December 2006		476,875
STOCKS	2007 £	2006 £
Incinerator spares	89,489	383,942

POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2007

13	DEBTORS	<u>2007</u> €	<u>2006</u> €
	Trade debtors Amounts owed by group undertakings Other debtors Prepayments and accrued income	673,156 362,646 16,526 10,484	3,927,537 2,900,966 2,417 345,206
	,	1,062,812	7,176,126
14	CREDITORS:	2007 £	2006 £
	Amounts falling due within one year		
	Bank loans	.	448,000
	Trade creditors	452,070	1,952,186
	Amounts owed to group undertakings	84,347	3,644,114
	Corporation tax	236,590 34,150	421,267 568,717
	Other taxation and social security Other creditors	54,130 515	6,009
	Accruals and deferred income	62,765	703,105
		870,437 	7,743,398
	The following liabilities disclosed under creditors falling due within one year w		the company
		2007 £	£
	Bank loans and overdrafts	•	448,000
15	CREDITORS:	<u> 2007</u>	2006
15	CREDITORS.	£	<u>2000</u> £
	Amounts falling due more than one year Bank loans and overdrafts	-	2,432,006
	The following liabilities disclosed under creditors falling due after more than company	one year were	secured by the
		2007 £	2006 £
	Bank loans and overdrafts		2,432,006
			

POLKACREST WALES LIMITED (FORMERLY ATTERO SERVICES LIMITED) NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2007

15 **CREDITORS** (continued):

Creditors include a bank loan which is due for repayment as follows

	Creditors include a bank loan which is due for repayment as follows		
		2007 £	2006 £
	Amounts repayable In more than one year but not more than two years In more than two years but not more than five years In more than five years	- - -	448,000 1,344,000 640,006
		-	2,432,006
16	DEFERRED TAXATION		
	The movement in the deferred taxation provision during the year was		
		2007 £	2006 £
	Provision brought forward	296,188	290,762
	Transfer	(296,188)	5 420
	Profit and loss account movement arising during the year (note 10(a))	24,620	5,426
	Provision carried forward	24,620	296,188
	The provision for deferred taxation consists of the tax effect of timing different	ences in respect	of
		2007 £	<u>2006</u> £
	Excess of taxation allowances over depreciation on fixed assets	24,620	296,188

YEAR ENDED 31 DECEMBER 2007

LEASING COMMITMENTS 17

At 31 December 2007 the company had annual commitments under non-cancellable operating leases as set out below

	Land and <u>buildings</u> £	007 Other <u>items</u> £	Land and buildings	2006 Other <u>items</u> £
Operating leases which expire Within one year Within two to five years After more than five years	- - -	52,143 -	- 174,772	1,887 192,068
	-	52,143	174,772	193,955

RELATED PARTY TRANSACTIONS 18

SHARE CAPITAL

19

The company has taken advantage of the exemption in FRS8 in disclosing transactions with group undertakings

2007

<u>2006</u>

					£	£
	Authorised share capital 3,000,000 Ordinary shares of £1				3,000,000	3,000,000
		No.	<u>2007</u>	£	No	2006 £
	Allotted, called up and fully paid Ordinary shares of £1 each	100		100	100	100
20	REVALUATION RESERVE				2007 £	<u>2006</u> £
	Balance brought forward Released on transfer Revaluation (note 11)				740,000 (335,000) 150,000	740,000 - -
	Balance carried forward				555,000	740,000

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2007

21	PROFIT AND LOSS ACCOUNT	<u>2007</u> €	2 <u>006</u> £
	Balance brought forward (Loss) / profit for the financial year Transfer from revaluation reserve (note 20)	2,250,599 (468,828) 335,000	1,143,156 1,107,443
	Balance carried forward	2,116,771	2,250,599
22	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2007 £'000	<u>2006</u> £'000
	Opening shareholders' funds (Loss) / profit for the financial year Revaluation (note 20)	2,990,699 (468,828) 150,000	1,883,256 1,107,443
	Closing shareholders' funds	2,671,871	2,990,699

23 ULTIMATE PARENT COMPANY

The company's immediate parent company is Polkacrest Limited Consolidated accounts are available from Polkacrest Limited, Advent Way, Edmonton, London, N18 3AG

The parent undertaking of the largest group for which consolidated accounts are prepared is LondonWaste Limited. In the opinion of the directors, LondonWaste Limited is the company's ultimate controlling party.

LondonWaste Limited is jointly controlled by SITA (UK) Limited and North London Waste Authority