

Company Registration No 5060871

**ANGLO AMERICAN SERVICES  
(RUSSIA) LIMITED**

**Report and Financial Statements**

**31 December 2009**

SATURDAY



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# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## REPORT AND FINANCIAL STATEMENTS 2009

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# **ANGLO AMERICAN SERVICES (RUSSIA) LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2009**

### **OFFICERS AND PROFESSIONAL ADVISORS**

#### **DIRECTORS**

A W Hodges  
N Jordan

#### **JOINT SECRETARIES**

A W Hodges  
C L Marshall

#### **REGISTERED OFFICE**

20 Carlton House Terrace  
London  
SW1Y 5AN

#### **BANKERS**

Barclays Bank PLC  
1 Churchill Place  
Canary Wharf  
London E14 5HP

#### **AUDITORS**

Deloitte LLP  
Chartered Accountants  
London

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 December 2008. This directors' report has been prepared in accordance with the provisions relating to small companies.

## BUSINESS REVIEW AND PRINCIPAL ACTIVITY

The Company was involved in investigating potential investment opportunities in Russia. As at 15 December 2008, the directors passed a resolution that would effect the termination of the Company's principal activities. This procedure was completed as at 31 March 2009.

The financial statements have therefore been prepared on a realised basis, rather than on a going concern basis, in accordance with Financial Reporting Standard 18 '*Accounting Policies*'. The realised basis includes, where appropriate, writing down the Company's assets to net realisable value. The financial statements do not include any provision for the future costs of terminating the business of the Company except to the extent that such costs were committed at the balance date.

The Company's directors believe that given the nature of the Company's activity, further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business.

## RESULTS AND DIVIDENDS

The loss after taxation for the year was £204,859 (2008: £3,024,922). The directors do not recommend the payment of a dividend for the year (2008: £nil).

## EVENTS SUBSEQUENT TO BALANCE DATE

No events subsequent to balance date are noted.

## FINANCIAL INSTRUMENTS

The directors considered the risks attached to the Company's financial instruments which principally comprise loans to other group companies. The directors have taken a prudent approach in their consideration of the various risks attached to the financial instruments of the Company. The Company's exposure to price risk, credit risk, liquidity risk and cash flow risk is not material for the assessment of assets, liabilities and the financial statements.

Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet, the financial risks the directors consider relevant to the Company are credit and liquidity risk.

The Company's exposure to credit and liquidity risk is reduced because it is a 100% subsidiary of Anglo American plc. Credit risk is mitigated by the nature of the debtor balances owed, and liquidity risk is mitigated by the support given by Anglo American plc.

## DIRECTORS

Other than noted below, the following served as directors during the year and to the present time:

A W Hodges  
N Jordan

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## DIRECTORS' REPORT

### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

Each of the Directors at the date of approval of this report confirms that

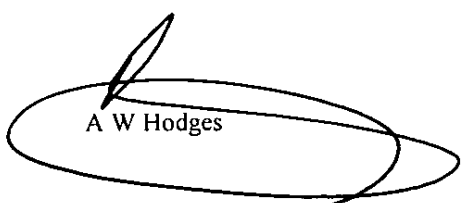
- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

### AUDITORS

In accordance with Section 485-488 of the Companies Act 2006, Deloitte LLP is deemed to remain in office as auditors under the terms of an Elective Resolution dated 14 April 2004

Approved by the Board of Directors and signed on behalf of the Board



A W Hodges

Director

21/9/ 2010

## **ANGLO AMERICAN SERVICES (RUSSIA) 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). 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 accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, 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.

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANGLO AMERICAN SERVICES (RUSSIA) LIMITED**

We have audited the financial statements of Anglo American Services (Russia) Ltd for the year ended 31 December 2009 which comprise the Profit and Loss Account, the Balance Sheet and related notes 1 to 13. 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).

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 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**

As explained more fully in the Directors' Responsibilities Statement, 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 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**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

### **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 2009 and of its loss 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.

### **Emphasis of matter**

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern.

### **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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANGLO AMERICAN SERVICES  
(RUSSIA) LIMITED (continued)**

**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, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the Directors' Report



Makhan Chahal (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditors  
London, United Kingdom

21 September 2010



# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## PROFIT AND LOSS ACCOUNT

Year ended 31 December 2009

	Note	2009 £	2008 £
Administrative expenses		<u>(204,859)</u>	<u>(2,138,302)</u>
<b>OPERATING LOSS</b>	3	<u>(204,859)</u>	<u>(2,138,302)</u>
Costs attributable to closure		<u>-</u>	<u>(886,620)</u>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<u>(204,859)</u>	<u>(3,024,922)</u>
Tax on loss on ordinary activities	4	<u>-</u>	<u>-</u>
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>	10	<u>(204,859)</u>	<u>(3,024,922)</u>

The activities within the income statement relate to discontinuing operations. There are no recognised gains or losses other than the loss shown above and therefore no separate statement of total recognised gains and losses has been presented.

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## BALANCE SHEET 31 December 2009

	Note	2009 £	2008 £
<b>FIXED ASSETS</b>	5	-	-
<b>CURRENT ASSETS</b>			
Debtors	6	-	392,789
Cash at bank and in hand		7,763	105,253
		<u>7,763</u>	<u>498,042</u>
<b>CREDITORS: amounts falling due within one year</b>	7	(6,857,949)	(7,143,369)
<b>NET CURRENT LIABILITIES</b>		<u>(6,850,186)</u>	<u>(6,645,327)</u>
<b>NET LIABILITIES</b>		<u>(6,850,186)</u>	<u>(6,645,327)</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	8	1	1
Profit and loss account	10	(6,850,187)	(6,645,328)
<b>SHAREHOLDERS' DEFICIT</b>	9	<u>(6,850,186)</u>	<u>(6,645,327)</u>

These financial statements, with registration number 5060871, were approved by the Board of Directors on

21/9/2010

Signed on behalf of the Board of Directors

A W Hodges  
Director

**NOTES TO THE ACCOUNTS**  
**Year ended 31 December 2009**

**I ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable United Kingdom Generally Accepted Accounting Principles (UK GAAP) and in accordance with UK company law. The financial information has been prepared on a realised basis, rather than on a going concern basis, due to the termination of the Company as a trading entity. This procedure was completed as at 31 March 2009.

The particular accounting policies adopted are consistent with those adopted in the prior period and are described below.

**Tangible fixed assets**

Tangible fixed assets are valued at net realisable value, in accordance with the realisation basis of accounting. The net realisable value has been determined following a review performed by management.

**Pensions**

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

**Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

**Cash flows**

As the Company is a wholly owned subsidiary, the cash flows of the Company are included in the consolidated cash flow statement of its parent undertaking. Consequently the Company is exempt under the provisions of Financial Reporting Standard 1 (Revised) – “Cash flow statements”, from publishing a separate cash flow statement.

**Foreign currencies**

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if hedged, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies have been translated at the rates of exchange prevailing at the balance sheet date.

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## NOTES TO THE ACCOUNTS Year ended 31 December 2009

### 2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The Company had no employees as at 31 December 2009 (2008: 9). The directors received no remuneration during the year (2008: £nil).

	2009 £	2008 £
<b>Staff costs were:</b>		
Salaries	110,086	583,189
Social security costs	9,322	40,927
Other pension costs	9,403	26,819
	<u>128,811</u>	<u>650,935</u>

The pension costs represent contributions to a defined contribution pension plan. At 31 December 2009 there were no material outstanding/prepaid contributions and so no prepayment or accrual has been disclosed in the balance sheet in relation to this plan. The assets of the defined contribution plan are held separately in an independently administered fund. The charge in respect of this plan is calculated on the basis of the contribution payable by the Company in the financial year.

### 3. OPERATING LOSS

Operating loss is stated after charging/(crediting)

	2009 £	2008 £
Gain on disposal of plant and equipment	(14,438)	-
Auditors' remuneration	-	5,000
Depreciation	-	75,952
Impairment of fixed assets	-	325,723
	<u></u>	<u></u>

The audit fee payable to the Company's auditor for the audit of the Company's annual accounts of £2,000 (2008: £5,000) has been borne by Anglo American Services (UK) Ltd in the current year.

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## NOTES TO THE ACCOUNTS Year ended 31 December 2009

### 4 TAX ON LOSS ON ORDINARY ACTIVITIES

	2009 £	2008 £
Current tax		
Group relief		-
Tax on loss on ordinary activities		-
Factors affecting tax charge		
Loss on ordinary activities before tax	(204,859)	(3,024,922)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2008 28.5%)	57,361	860,103
Capital allowances for period in excess of depreciation	40,355	(13,298)
Expenses not deductible for tax purposes	4,042	(130,035)
Group relief for nil consideration	(101,758)	(718,770)
Current tax for the year	-	-

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## NOTES TO THE ACCOUNTS Year ended 31 December 2009

### 5. TANGIBLE FIXED ASSETS

	Motor vehicles, fixtures and fittings £
<b>Cost</b>	
At 1 January 2009	577,216
Disposals	(577,216)
	<hr/>
At 31 December 2009	-
	<hr/>
<b>Depreciation</b>	
At 1 January 2009	577,216
Disposals	(577,216)
	<hr/>
At 31 December 2009	-
	<hr/>
<b>Net Book Value</b>	
At 31 December 2009 and 31 December 2008	-
	<hr/> <hr/>

Motor vehicles, fixtures and fittings are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

No impairment loss recognised in 2009 (2008 £325,723) as all motor vehicles, fixtures and fittings were fully depreciated at the time of the assessment.

### 6. DEBTORS

	2009 £	2008 £
Amounts due from group undertakings	-	336,062
Prepayments	-	56,727
	<hr/>	<hr/>
	-	392,789
	<hr/> <hr/>	<hr/> <hr/>

# ANGLO AMERICAN SERVICES (RUSSIA) LIMITED

## NOTES TO THE ACCOUNTS Year ended 31 December 2009

### 7 CREDITORS' AMOUNTS FALLING DUE WITHIN ONE YEAR

	2009 £	2008 £
Amounts due to group undertakings	6,783,622	6,082,182
Accruals	74,327	1,061,187
	<u>6,857,949</u>	<u>7,143,369</u>

### 8. CALLED UP SHARE CAPITAL

	2009 £	2008 £
<b>Authorised:</b>		
100 (2008 100) ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>
<b>Called up, allotted and unpaid:</b>		
1 (2008 1) ordinary share of £1	1	1
	<u>1</u>	<u>1</u>

### 9. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT

	2009 £	2008 £
Opening shareholders' deficit	(6,645,327)	(3,620,405)
Loss for the year	(204,859)	(3,024,922)
	<u>(6,850,186)</u>	<u>(6,645,327)</u>
Closing shareholders' deficit		

### 10. PROFIT AND LOSS ACCOUNT

	2009 £
At 1 January 2009	(6,645,328)
Loss for the year	(204,859)
	<u>(6,850,187)</u>
At 31 December 2009	

### 11. RELATED PARTY TRANSACTIONS

At 31 December 2009, as identified in note 12, Anglo American plc is the Company's ultimate parent company. The Company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8 not to disclose related party transactions with Anglo American group companies.

## **ANGLO AMERICAN SERVICES (RUSSIA) LIMITED**

### **NOTES TO THE ACCOUNTS**

**Year ended 31 December 2009**

#### **12. ULTIMATE PARENT COMPANY**

The immediate parent company is Anglo American Finance (UK) Limited, a company incorporated in Great Britain and registered in England and Wales

The ultimate parent company and controlling party is Anglo American plc, a company incorporated in Great Britain and registered in England and Wales. Anglo American plc is the parent undertaking of the largest and smallest group which includes the Company and for which group accounts are prepared. Its financial statements may be obtained from the Company Secretary, 20 Carlton House Terrace, London SW1Y 5AN.

#### **13. EVENTS SUBSEQUENT TO BALANCE DATE**

No events subsequent to balance date are noted.