

# **ENSIGN HIGHWAYS HOLDINGS LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED  
31 DECEMBER 2013**



**Company Number: 5148685**

# **ENSIGN HIGHWAYS HOLDINGS LIMITED**

**Directors' report and financial statements for the year ended 31 December 2013**

## **COMPANY INFORMATION**

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<b>Directors</b>	F Roussel D P Craik S Struthers L Le Boulch
<b>Secretary</b>	G Stanton
<b>Company Number</b>	5148685
<b>Registered Office</b>	Wallage Lane Rowfant Crawley West Sussex RH10 4NF
<b>Independent Auditors</b>	Mazars LLP Tower Bridge House St Katharine's Way London E1W 1DD

# **ENSIGN HIGHWAYS HOLDINGS LIMITED**

**Directors' report and financial statements for the year ended 31 December 2013**

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# ENSIGN HIGHWAYS HOLDINGS LIMITED

Directors' report and financial statements for the year ended 31 December 2013

## DIRECTORS' REPORT

The directors present their report and the audited financial statements of the company for the year ended 31 December 2013

### Principal activities and review of the business

The company is a non-trading holding company

### Results and dividends

The company did not trade in the year and there was no profit or loss. The directors do not recommend the payment of a dividend.

### Future developments

The directors do not expect any change in the company's principal activities in the foreseeable future.

### Directors and directors' interests

The directors who held office during the year and up to the date of signing these financial statements were:

I Roussel  
D P Craik  
S Struthers  
I Le Boulch

None of the directors has had any beneficial interest in the shares of the company and no director has had an interest in any contract or arrangement with the company during the year or any notifiable interest in the shares of any group company.

### Statement of directors' responsibilities

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 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 judgements and 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.

### Disclosure of information to Auditor

Each director has taken all the necessary steps they ought to have taken in order to make themselves aware of any information relevant to the audit, establish that auditor is aware of that information and that there is no information relevant to the audit of which the company's auditor is unaware.

By order of the board

D P Craik  
Director

Date 24/4/2014

# **ENSIGN HIGHWAYS HOLDINGS LIMITED**

**Directors' report and financial statements for the year ended 31 December 2013**

## **INDEPENDENT AUDITOR'S REPORT**

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### **Independent auditor's report to the members of Ensign Highways Holdings Limited**

We have audited the financial statements of Ensign Highways Holdings Limited for the year ended 31 December 2013 which comprise 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 auditor**

As explained more fully in the Statement of Directors' Responsibilities set out on page 1, 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 Ethical Standards for Auditors. 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.

### **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 web-site at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **Opinion on the 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 2013,
- 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.

### **Opinion on the 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.

# ENSIGN HIGHWAYS HOLDINGS LIMITED

Directors' report and financial statements for the year ended 31 December 2013

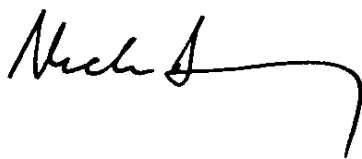
## INDEPENDENT AUDITOR'S REPORT

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### 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



William Neale Bussey (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 15 MAY 2014

# ENSIGN HIGHWAYS HOLDINGS LIMITED

Directors' report and financial statements for the year ended 31 December 2013

Company Number 5148685

## BALANCE SHEET

AS AT 31ST DECEMBER 2013

		2013	2012
		£	£
	Notes		
<b>Fixed assets</b>			
Investments in group undertaking	4	100	100
<b>Net assets</b>		<u>100</u>	<u>100</u>
<b>Capital and reserves</b>			
Called up share capital	5	<u>100</u>	<u>100</u>
<b>Shareholders' funds</b>		<u>100</u>	<u>100</u>

The company has no recognised gains or losses, and therefore no profit and loss account or statement of total recognised gains and losses have been presented

The notes on pages 5 to 6 form part of these financial statements

Approved and Authorised by the board on

24/4/2014



D P Craik  
Director

# ENSIGN HIGHWAYS HOLDINGS LIMITED

Directors' report and financial statements for the year ended 31 December 2013

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2013

### 1 Basis of preparation

The financial statements have been prepared in accordance with the Companies Act 2006 and applicable accounting standards and under the historical cost accounting rules

The company has taken advantage of the exemption in Financial Reporting Standard 1 from the requirement to produce a cash flow statement on the grounds that over 90% of the company's voting rights are controlled within the group headed by Colas SA and the cash flows of the company are included within the consolidated financial statements of Colas SA

As 100% of the company's voting rights are controlled within the group headed by Colas SA, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the Colas group

### 2 Directors and employees

The only employees of the company during the financial year were the directors. They did not receive any remuneration in respect of their services to the company

### 3 Taxation

No tax charge arises in the current year due to the company not trading during the period

4 Investment in subsidiary undertaking	2013 £	2012 £
Held at cost		
At 31 December	100	100

At 31st December 2013, the company held 100% of the ordinary equity share capital of Ensign Highways Limited

5 Share capital	2013 £	2012 £
Authorised		
Equity Shares		
100 Ordinary shares of £1 each	100	100



# ENSIGN HIGHWAYS HOLDINGS LIMITED

Directors' report and financial statements for the year ended 31 December 2013

## NOTES TO THE FINANCIAL STATEMENTS (Continued) FOR THE YEAR ENDED 31ST DECEMBER 2013

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<b>5</b>	<b>Share capital (continued)</b>	<b>2013</b>	<b>2012</b>
		<b>£</b>	<b>£</b>
	<b>Allotted, called up and fully paid:</b>		
	<b>Equity Shares</b>		
	100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

### **6 Related parties, ultimate parent company and cashflow**

Ensign Highways Holding Limited is a 50% joint venture between Colas SA and Colas Limited. The accounts of the company are incorporated in the financial statements which form part of the annual report of the Colas SA group of companies. Colas SA is the parent company of the smallest group of which this company is a member and for which group accounts are prepared. Colas SA is incorporated and operating in France and is listed on the Paris stock exchange.

Colas SA's ultimate parent undertaking and controlling party is Bouygues SA, which is incorporated in France.

Bouygues SA is the parent company of the largest group of which this company is a member and for which group accounts are prepared. Copies of Bouygues SA consolidated accounts are publicly available and may be obtained from the company at Challenger, 1 Avenue Eugene Freyssinet, 78061 Saint-Quentin-en-Yvelines, Cedex - France.