# SIRA ENVIRONMENTAL LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2014

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# **COMPANY INFORMATION**

**Directors** R J Falconi

A K Sahi I Rippin M O'Leary E De Bernardis R E Schunk

Company secretary R J Falconi

Company number 05671254

Registered office Rake Lane

Eccleston Chester CH4 9JN

Independent auditors PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

101 Barbirolli Square

Manchester M2 3PW

Solicitors Clyde & Co

51 Eastcheap London EC3M 1JP

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#### **DIRECTORS' REPORT**

#### FOR THE PERIOD ENDED 31 March 2014

The directors present their report and audited financial statements for the 15 month period ended 31 March 2014.

#### Principal activities and dividend

The principal activity of the company was previously that of environmental certification and gas emissions product testing. The company currently does not trade. The directors recommended payment of a dividend of £575,000 during the 15 month period ended 31 March 2014 (year ended 31 December 2012: £nil).

#### **Directors**

The following directors have held office during the period from 1 January 2013 and up to the date of signing the financial statements:

R J Falconi

D Parmenter (Resigned 1 July 2014)

A K Sahi

M G Johnston (Resigned 25 June 2013)
M C Depras (Resigned 1 June 2014)

G J Sidery (Appointed 7 October 2013) (Resigned 20 November 2014)

E De Bernardis (Appointed 1 January 2014)

M O'Leary (Appointed 1 July 2014)

I Rippin (Appointed 1 July 2014)

R E Schunk (Appointed 1 June 2014)

#### 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 accounting 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 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.

# **DIRECTORS' REPORT (CONTINUED)**

#### FOR THE PERIOD ENDED 31 March 2014

#### Statement of disclosure to auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

#### **Small companies exemptions**

This report has been prepared taking advantage of the small companies exemption in Section 415A of the Companies Act 2006. The company has also taken advantage of the small companies exemption under section 414B of the Companies Act 2006 from preparing a Strategic report.

On behalf of the board

I Rippin

**Director** 

16 March 2015

# **INDEPENDENT AUDITORS' REPORT**

#### TO THE MEMBERS OF SIRA ENVIRONMENTAL LIMITED

#### Report on the financial statements

#### Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 March 2014 and of its result for the 15 month period 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.

This opinion is to be read in the context of what we say in the remainder of this report.

#### What we have audited

The financial statements, which are prepared by Sira Environmental Limited, comprise:

- the Balance sheet as at 31 March 2014;
- the Profit and loss account for the 15 month period then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### What an audit of financial statements involves

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

In addition, we read all the financial and non-financial information in the Directors' report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.

# **INDEPENDENT AUDITORS' REPORT**

#### TO THE MEMBERS OF SIRA ENVIRONMENTAL LIMITED (CONTINUED)

# Other matters on which we are required to report by exception Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not have received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report from this responsibility.

#### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

#### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies' exemption in preparing the Directors' report and take advantage of the small companies exemption from preparing a Strategic report. We have no exceptions to report arising from this responsibility.

# Responsibilities for the financial statements and the audit

#### Our responsibilities and those of the directors

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

As explained more fully in the Statement of directors' responsibilities set out on page 4, 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Simon White (Senior Statutory Auditor)

in Sella

For and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

Manchester

16 March 2015

# **PROFIT AND LOSS ACCOUNT**

# FOR THE PERIOD ENDED 31 March 2014

		2014	2012
	Notes	£'000	£'000
Turnover		•	-
Cost of sales		<u>.</u>	
Gross profit		-	-
Administrative expenses			
Operating profit	2	-	-
Interest receivable and similar income		_	-
Profit on ordinary activities before taxation		-	-
Tax on profit on ordinary activities			
Profit for the year	5	<u> </u>	-

All amounts relate to discontinued operations.

There are no recognised gains or losses other than the result attributable to the shareholders of the company of £nil in the period ended 31 March 2014 therefore no separate Statement of Total Recognised Gains and Loses has been produced.

The accounting policies and notes on pages 10 to 11 form part of these financial statements.

# **BALANCE SHEET**

# AS AT 31 March 2014

		As at 31 March 2014		As at 31 December 2012	
	Notes	£'000	£'000	£'000	£'000
Current assets					
Debtors	3	-		575	
Net current assets			-		575
Net assets					575
			<u>·</u>		3/3
					•
Capital and reserves					
Called up share capital	4		-		-
Profit and loss account	5		-		575
	•				
Shareholders' funds	6		-		575

The financial statements on pages 8 to 11 were approved by the Board for issue on 16 March 2015 and signed on its behalf by:

I Rippin **Director** 

Company Registration No. 05671254

# NOTES TO THE FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 March 2014

#### 1 Accounting policies

#### **Basis of preparation**

The financial statements have been prepared under the historical cost convention on a going concern basis and in accordance with applicable accounting standards and the Companies Act 2006. The following principal accounting policies have been applied consistently throughout the year.

#### **Going Concern**

The financial statements have been prepared on a going concern basis as the directors intend to retain the company in its current capacity.

#### Foreign currency translation

All transactions denominated in foreign currencies are translated into sterling at the actual rate of exchange ruling on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into sterling at rates of exchange ruling the balance sheet date. All exchange differences arising are taken to the profit and loss account in the year in which they arise.

#### Cash flow exemption statement

The company is a wholly-owned subsidiary of the Canadian Standards Association and is included in the consolidated financial statements of the Canadian Standards Association. Consequently the company has taken advantage of the exemption from preparing a cash flow statement under the terms of the FRS 1 (revised 1996).

# 2 Operating profit

Auditors' remuneration of £2,000 (2012: £2,000) for statutory audit services for the period ended 31 March 2014 (year ending 31 December 2012: borne by another group company) have been borne by a fellow group undertaking with no recharge made.

There were no employees of the group in the current period or prior year. The directors received no remuneration in respect of their services to the company in the current period or prior year.

3	Debtors	As at 31 March 2014 £'000	As at 31 December 2012 £'000
	Amounts owed by group undertakings	-	575
		•	575

Amounts owed by group undertakings were unsecured, non interest bearing and repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 March 2014

4	Share capital		2014	2012
			£	£
	Allotted and fully paid			
	1 (2012: 1) ordinary share of £1 (2012: £1)		1	1
5	Statement of movements on profit and loss account			
				Profit and
				loss
				account
				£'000
	Balance at 1 January 2013			575
	Dividends paid (£575,000 per ordinary share)			(575)
	Deleves of 24 Money 2044			
	Balance at 31 March 2014			
				<del></del>
6	Reconciliation of shareholders' equity and movement of	on reserves		
		Share	Profit and	Total
		capital	loss	sharehold-
			account	ers' funds
		£'000	£'000	£'000
	At 1 January 2013	-	575	575
	Dividends paid	-	(575)	(575)
	At 31 March 2014	-	•	•

During the period the directors declared a dividend in specie of £575,000 (year ended 31 December 2012: £nil) which was settled by the transfer of amounts owed by fellow group undetakings of £575,000 to CSA Group Europe Holdings Limited (formerly CSA Certification UK Ltd).

# 6 Parent undertaking and ultimate controlling party

The immediate parent company is CSA Group Europe Holdings Limited (formally CSA Certification UK Ltd) and the ultimate parent company is Canadian Standards Association. CSA Group Europe Holdings Limited is a company registered in England and Wales and Canadian Standards Association is an entity registered in Canada.

The smallest and largest group in which the company's results are consolidated is that headed by Canadian Standards Association. Copies of the group financial statements can be obtained from Rake Lane, Eccleston, Chester CH4 9JN.

The ultimate controlling party is Canadian Standards Association.

### 7 Related party relationships and transactions

The company has taken advantage of the exemption available in FRS 8 "Related party disclosures" whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.