

**A-Gas Investments Limited**

**Directors' Report and financial  
statements**

**Registered number 06004328**

**31 December 2011**





## **Contents**

Company information	1
Directors' Report	2
Statement of directors' responsibilities in respect of the Directors' Report and the financial statements	5
Independent auditor's report to the members of A-Gas Investments Limited	6
Profit and Loss Account	8
Balance Sheet	9
Notes to the financial statements	10



## **Company information**

### **Directors**

J Rutley (Chairman)  
AJ Ambrose  
RO Buissonne  
SA Fairman  
JP Masters

### **Secretary**

R Briere

### **Auditor**

KPMG LLP  
100 Temple Street  
Bristol  
BS1 6AG

### **Bankers**

HSBC Bank PLC  
3 Rivergate  
Bristol  
BS1 6ER

The Royal Bank Of Scotland PLC  
3 Temple Back East  
Temple Quay  
Bristol  
BS1 6DZ

Lloyds TSB Bank PLC  
125 Colmore Row  
Birmingham  
B1 1BZ

### **Solicitors**

Burges Salmon  
Narrow Quay House  
Narrow Quay  
Bristol  
BS1 4AH

### **Registered Office**

Clifton Heights  
Triangle West  
Bristol  
BS8 1EJ



## Directors' Report

The directors present their report and financial statements for the year to 31 December 2011. The financial statements are prepared on a going concern basis.

### Results and dividends

The profit on ordinary activities for the year, after taxation, amounted to £791,000 (2010 loss after taxation of £4,304,000).

There were no dividends paid during the year (2010 £Nil). The directors do not recommend the payment of a final dividend (2010 £Nil).

### Principal activity

Since acquiring the entire share capital of A-Gas International Holdings Limited in 2007, the principal activities of the company have been as an intermediate holding company.

During the year, the ultimate parent company changed from A-Gas International Investments Limited to A-Gas (Orb) Limited. A-Gas (Orb) Limited was incorporated on 11 January 2011 as part of the restructure of the A-Gas group, and A-Gas (Orb) Limited acquired the entire share capital of A-Gas International Investments Limited on 13 April 2011.

### Review of the business and future developments

The company's financial and other key performance indicators during the year ending 31 December 2011 were as follows:

	2011 £000	2010 £000	Change %
Profit/(loss) after tax	791	(4,304)	118%
Shareholder's deficit	(10,008)	(10,799)	7%
Current assets as a percentage of current liabilities	0.06%	65%	(99)%

### Principal risks and uncertainties

The company holds an investment balance in the A-Gas group. The company's principal risk is recovery of its investment which is related to the principle risks and uncertainties facing the group being:

#### Legislative risk

Demand for A-Gas' products is driven by changes in the regulatory environment. Indeed, A-Gas' historic growth has come from successfully pre-empting regulatory developments, making strategic investments and developing the product range ahead of regulation.

The regulatory developments noted above refer principally to the international treaty known as the Montreal Protocol, which controls and will ultimately phase out the production and use of ozone depleting substances (ODS) and, specifically, the chlorine containing CFC (chlorofluorocarbon) and HCFC (hydrochlorofluorocarbon) based products.

The principal replacement products for these ODS are HFCs (hydrofluorocarbons) and whilst ozone benign, these products are considered to have global warming potential (GWP) and as such are included in the 'basket' of six gases (the major one being CO<sub>2</sub>) which are encompassed in the Kyoto Protocol, although the USA is not a signatory to this protocol.

In addition, there are various regulations governing the packaging used to distribute these products, with disposable cylinders no longer permitted in the EU and Australia.



## **Directors' Report** *(continued)*

### **Principal risks and uncertainties** *(continued)*

#### **Legislative risk** *(continued)*

A-Gas continues to monitor and comply with regulatory and legislative changes in all territories, adapting its product range, packaging and environmental services accordingly

#### **Exposure to credit, liquidity and cash flow risk**

##### *Credit risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Group policies are aimed at minimising such losses and deferred terms are only granted to customers who demonstrate an appropriate payment history and credit worthiness.

##### *Liquidity risk*

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The group aims to mitigate liquidity risk by properly managing cash generation from its operations and applying cash collection targets. The group also manages liquidity risk by managing credit facilities and fixed term debt.

##### *Cash flow risk*

Cash flow risk is the risk of exposure to variability in cash flows that are attributable to a particular risk associated with a recognised asset or liability. The group manages this risk by preparing revolving three month forward cash flow forecasts.

### **Directors of the company**

The directors who served during the year, and subsequently, were as follows

J Rutley  
AJ Ambrose  
RO Buissonne  
SA Fairman  
JP Masters  
PM Horsley (resigned 30 September 2011)

### **Directors' qualifying third party indemnity provision**

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the Directors' Report.

### **Political and charitable contributions**

During the period the company made charitable contributions totalling £450 (2010 £12,000) to local charities and no political contributions (2010 £Nil).

### **Disabled employees**

The company gives full consideration to applications for employment from disabled persons where the candidates' particular aptitudes and abilities are consistent with adequately meeting the requirements of the job. Opportunities are available to disabled employees for training, career development and promotion.



## **Directors' Report** *(continued)*

### **Disabled employees** *(continued)*

Where existing employees become disabled, it is the group's policy to provide continuing employment wherever practicable in the same or alternative position and to provide appropriate training to achieve this aim

### **Employee involvement**

The company operates a framework for employee information and consultation which complies with the requirements of the Information and Consultation of Employees Regulations 2004. Regular meetings are held between local management and employees to allow a free flow of information and ideas. Employees participate directly in the success of the business through the company's profit sharing scheme.

### **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 the 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.

### **Re-appointment of auditor**

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

By order of the board

A handwritten signature in black ink, appearing to be 'J Rutley'.

**J Rutley**  
*Director*

Clifton Heights  
Triangle West  
Bristol  
BS8 1EJ

27 June 2012



## **Statement of Directors' Responsibilities in respect of the Directors' Report and the Financial Statements**

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 judgements 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.



## KPMG LLP

100 Temple Street  
Bristol  
BS1 6AG  
United Kingdom

### **Independent auditor's report to the members of A-Gas Investments Limited**

We have audited the financial statements of A-Gas Investments Limited for the year ended 31 December 2011 set out on pages 8 to 19. 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 5, 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 APB's website at [www.frc.org.uk/apb/scope/private.cfm](http://www.frc.org.uk/apb/scope/private.cfm).

#### **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 2011 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 matters 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 auditor's report to the members of A-Gas Investments 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

  
**AC Antonius (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
100 Temple Street  
Bristol  
BS1 6AG

*27 June* 2012



**Profit and Loss Account**  
*for the year ended 31 December 2011*

	<i>Note</i>	<b>2011</b> <b>£000</b>	<b>2010</b> <b>£000</b>
<b>Turnover</b>	<b>2</b>	-	-
Administrative expenses		(390)	(1,357)
Other operating income	<b>4</b>	361	1,082
		<hr/>	<hr/>
<b>Operating loss</b>	<b>3</b>	(29)	(275)
Interest payable and similar charges	<b>8</b>	(938)	(4,028)
Interest receivable and similar income	<b>9</b>	122	-
		<hr/>	<hr/>
<b>Loss on ordinary activities before taxation and exceptional items</b>		(845)	(4,303)
Exceptional items	<b>5</b>	1,640	-
		<hr/>	<hr/>
<b>Profit/(loss) on ordinary activities before taxation</b>		795	(4,303)
Tax on profit/(loss) on ordinary activities	<b>10</b>	(4)	(1)
		<hr/>	<hr/>
<b>Profit/(loss) for the financial year</b>	<b>19</b>	791	(4,304)
		<hr/>	<hr/>

All results are derived from continuing activities

There are no other recognised gains or losses attributable to the shareholders of the company other than as stated above and therefore no separate Statement of total recognised gains and losses has been prepared



# **Balance Sheet** *at 31 December 2011*

	<i>Note</i>	2011 £000	2010 £000
<b>Fixed assets</b>			
Intangible assets	11	1	2
Investments	12	31,427	21,609
		<u>31,428</u>	<u>21,611</u>
<b>Current assets</b>			
Debtors	13	26	8,397
Cash		-	93
		<u>26</u>	<u>8,490</u>
<b>Creditors</b> amounts falling due within one year	14	(41,152)	(13,132)
<b>Net current liabilities</b>		<u>(41,126)</u>	<u>(4,642)</u>
<b>Total assets less current liabilities</b>		<u>(9,698)</u>	<u>16,969</u>
<b>Creditors</b> amounts falling due after more than one year	15	(310)	(27,768)
<b>Net liabilities</b>		<u>(10,008)</u>	<u>(10,799)</u>
<b>Capital and reserves</b>			
Share capital	18	-	-
Profit and loss account	20	(10,008)	(10,799)
<b>Equity shareholder's deficit</b>	20	<u>(10,008)</u>	<u>(10,799)</u>

The notes on pages 10 to 19 form an integral part of these financial statements

These financial statements were approved by the board of directors on 27 June 2012 and were signed on its behalf by

**J Rutley**  
 Director



## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material to the financial statements

#### *Basis of preparation*

The financial statements are prepared under the historical cost convention and in accordance with applicable Accounting Standards

The company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

As the company is a wholly owned subsidiary of A-Gas (Orb) Limited, the company has taken advantage of the exemption contained in FRS8 and has therefore not disclosed transactions or balances with other wholly owned subsidiaries which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of A-Gas (Orb) Limited within which this company is included, can be obtained from the address given in note 21.

#### *Going concern*

Notwithstanding net current liabilities of £41,126,000 (2010 £4,642,000) and net liabilities of £10,008,000 (2010 £10,799,000), the financial statements have been prepared on a going concern basis which the directors believe to be appropriate for the following reasons. A-Gas (Orb) Limited, the company's parent company has indicated that for a period of at least 12 months from the date of approval of these financial statements they will provide support to the company to allow it to meet its liabilities as they fall due for payment for the foreseeable future.

As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although at the date of approval of these financial statements they have no reason to believe that it will not do so.

If the company were unable to trade, adjustments would have to be made to reduce the value of assets to their recoverable amounts, to provide for any further liabilities that might arise and to reclassify fixed assets and long term liabilities as current assets and current liabilities. The financial statements at 31 December 2011 would be materially affected by changes in future funding arrangements.

#### *Cash flow statement*

The company has taken advantage of the exemption available under FRS1 from preparing a cash flow statement as it is a wholly owned subsidiary of a company preparing consolidated financial statements which includes a cash flow statement.

#### *Deferred tax*

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.



## Notes (continued)

### 1 Accounting policies (continued)

#### Amortisation

Amortisation is provided on all intangible fixed assets at monthly rates calculated to write off the cost of each asset evenly over its expected useful life, as follows

Software - over 5 years

#### Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at that date. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

#### Interest-bearing loans and borrowings

All interest-bearing loans and borrowings are initially recognised at net proceeds. After initial recognition debt is increased by the finance cost in respect of the reporting period and reduced by payments made in respect of debts of the period.

### 2 Turnover

The company is an intermediate holding company and has not traded during the current or preceding year.

### 3 Operating loss

The loss on ordinary activities before taxation is stated after charging

	2011 £000	2010 £000
Auditor's remuneration – audit of these financial statements	3	3
Depreciation of owned fixed assets	-	3
Amortisation	1	2
	<hr/>	<hr/>

### 4 Other operating income

Other operating income of £361,000 (2010 £1,082,000) relates to licence fees and management charges to other companies within the A-Gas group.

### 5 Exceptional items

The exceptional income of £1,640,000 (2010 £Nil) recognised during the year relates to the write-off of amounts due from A-Gas Investments Limited to other group undertakings due to the liquidation of companies within the group in September 2011.



## Notes (continued)

### 6 Directors' remuneration

All directors are also directors of the ultimate parent company, A-Gas (Orb) Limited. Their emoluments for both the current and preceding years are disclosed in the financial statements of this company.

### 7 Staff costs

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows:

	2011 Number	2010 Number
Administration	-	6

The aggregate payroll costs of these persons were as follows:

	2011 £000	2010 £000
Salaries	226	693
Social Security costs	24	67
Other pension costs	6	19
	<u>256</u>	<u>779</u>

The employees of A-Gas Investments Limited transferred to A-Gas (Orb) Limited from May 2011.

### 8 Interest payable and similar charges

	2011 £000	2010 £000
Bank loans and overdrafts	497	537
Other loans	441	1,820
Amortisation of loan costs	-	448
Foreign exchange loss	-	1,223
	<u>938</u>	<u>4,028</u>

### 9 Interest receivable and similar income

	2011 £000	2010 £000
Foreign exchange gain	122	-



## Notes (continued)

### 10 Taxation

(a) An analysis of the tax charge in the year is as follows

	2011 £000	2010 £000
<i>Current tax</i>		
Corporation tax on profits of the year	-	-
<i>Deferred tax</i>		
Charge for the year (note 17)	4	1
	<hr/>	<hr/>
Tax charge for the year	4	1
	<hr/>	<hr/>

On 23 March 2011 the Chancellor announced a reduction in the main rate of UK corporation tax to 26 per cent with effect from 1 April 2011. This change became substantively enacted on 29 March 2011 and therefore the effect of the rate reduction on the deferred tax balance as at 31 December 2011 has been included in the figure above.

On 23 March 2011 the Chancellor announced a further reduction in the main rate of UK corporation tax to 25 per cent with effect from 1 April 2012. This change became substantively enacted on 5 July 2011 and therefore the effect of the rate reduction on the deferred tax balance as at 31 December 2011 has been included in the figure above.

On 21 March 2012, in the 2012 Budget, the Chancellor announced a reduction in the main rate of UK corporation tax to 24 per cent with effect from 1 April 2012. This change had not been substantively enacted at the balance sheet date and therefore no effect has been included in the figures above. The Chancellor also proposed changes to further reduce the main rate of corporation tax by one per cent per annum to 22 per cent by 1 April 2014, but these changes have not yet been substantively enacted and therefore are not included in the figures above.

(b) Factors affecting the current tax charge

The tax charge for the year is lower (2010 higher) than the standard rate of tax in the UK of 26.5% (2010 28%). An analysis of the differences is given below.

	2011 £000	2010 £000
Profit/(loss) before tax	795	(4,303)
	<hr/>	<hr/>
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 26.5% (2010 28%)	211	(1,205)
<i>Effects of</i>		
Expenses not deductible for tax purposes	1	115
Group relief surrendered for no consideration	195	1,090
Waiver of inter-company loan balances not taxable	(435)	-
Thin capitalisation adjustment	28	-
	<hr/>	<hr/>
Total current tax	-	-
	<hr/>	<hr/>



## Notes (continued)

### 11 Intangible fixed assets

	Software £000
<i>Cost</i>	
At 1 January 2011	6
Additions	-
	<hr/>
At 31 December 2011	6
	<hr/>
<i>Amortisation</i>	
At 1 January 2011	4
Provided during the year	1
	<hr/>
At 31 December 2011	5
	<hr/>
<i>Net book value</i>	
At 31 December 2011	1
	<hr/>
At 31 December 2010	2
	<hr/>

### 12 Investments

	£000
At 31 December 2010	21,609
Additions	11,442
Disposal (liquidation of A-Gas International Holdings Limited)	(1,624)
	<hr/>
At 31 December 2011	31,427
	<hr/>

During the year, the ultimate parent company changed from A-Gas International Investments Limited to A-Gas (Orb) Limited. A-Gas (Orb) Limited was incorporated on 11 January 2011 as part of the restructure of the A-Gas group, and A-Gas (Orb) Limited acquired the entire share capital of A-Gas International Investments Limited on 13 April 2011.

During the year, the A-Gas group further rationalised its group structure through the liquidation of several entities in September 2011. These entities were A-Gas International Investments Limited, A-Gas International Holdings Limited, Refrigerant Products Limited, PolyUreSol Limited and Beer Gas Supply Limited.

The addition above relates to the transfer of the investment in A-Gas International Limited to the company. This investment was previously held by A-Gas International Holdings Limited, which was liquidated during the year.





## Notes (continued)

### 12 Investments (continued)

<i>Name of company</i>	<i>Proportion of voting rights and shares held</i>	<i>Country of registration</i>	<i>Nature of business</i>
<b>Subsidiary undertakings</b>			
A-Gas International Limited	100% ordinary	England & Wales	Holding company
A-Gas (UK) Limited <sup>1</sup>	100% ordinary	England & Wales	Chemicals and gases
A-Gas (Australia) Pty Limited <sup>1</sup>	100% ordinary	Australia	Chemicals and gases
A-Gas (South Africa) (Pty) Limited <sup>1</sup>	100% ordinary	South Africa	Chemicals and gases
A-Gas (SEA) Pte Limited <sup>1</sup>	100% ordinary	Singapore	Chemicals and gases
Chestech Limited <sup>1</sup>	100% ordinary	England & Wales	Electronic materials
A-Gas Americas Inc	100% ordinary	USA	Chemicals and gases
Comercializadora Industrial JFD, S A de C V (CIJSA) <sup>1</sup>	100% ordinary	Mexico	Chemicals and gases
A-Gas Solpac Asia Pacific Pte Limited <sup>1</sup>	100% ordinary	Singapore	Chemicals and gases
A-Gas Solpac Holdings (Thailand) Limited <sup>1</sup>	100% ordinary	Thailand	Holding company
A-Gas Solpac Thailand Limited <sup>1</sup>	100% ordinary	Thailand	Chemicals and gases
A-Gas(Shanghai) Chemical Co Limited <sup>1</sup>	100% ordinary	China	Chemicals and gases

Note 1 shares are held by subsidiary company of A-Gas Investments Limited

### 13 Debtors

	<b>2011 £000</b>	<b>2010 £000</b>
Amounts owed by group undertakings	-	8,219
Prepayments	-	41
Other debtors	<b>24</b>	131
Deferred tax asset (see note 17)	<b>2</b>	6
	<b>26</b>	<b>8,397</b>

All amounts are due in less than one year



## Notes (continued)

### 14 Creditors: amounts falling due within one year

	2011 £000	2010 £000
Bank overdraft	377	-
Loans due from group entities	39,366	-
Amounts owed to group undertakings	1,198	9,346
Loans (note 16)	-	3,116
Other creditors	211	670
	<u>41,152</u>	<u>13,132</u>

The current bank overdraft facility for all UK A-Gas entities is £5,200,000 (2010 £1,600,000). At 31 December 2011 £2,894,000 (2010 £205,800) overdraft was drawn down by these entities. Any overdraft drawn down is secured by charges on the company's and other group companies' assets.

### 15 Creditors: amounts falling due after more than one year

	2011 £000	2010 £000
Amounts owed to group undertakings	310	-
Loans (note 16)	-	27,768
	<u>310</u>	<u>27,768</u>

### 16 Loans

Amounts due on loans not wholly repayable within five years are as follows

	2011 £000	2010 £000
Unsecured series A1 loan notes	-	-
Unsecured series A2 loan notes	-	-
Unsecured series B loan notes	-	326
Secured series C loan notes	-	-
	<u>-</u>	<u>326</u>
Shareholder loan	-	-
United Kingdom mortgage loan	-	1,467
	<u>-</u>	<u>1,793</u>



## Notes (continued)

### 16 Loans (continued)

Amounts due on loans which are wholly repayable within five years are as follows

	2011 £000	2010 £000
Unsecured series A1 loan notes	-	551
Unsecured series A2 loan notes	-	3,196
Secured series C loan notes	-	7,005
Shareholder loan	-	8,000
United Kingdom term loan	-	5,839
United Kingdom bank loan	-	4,500
	-	29,091
Less unamortised issue costs	-	-
	-	29,091

Amounts payable

	2011 £000	2010 £000
In one year or less or on demand	-	3,116
In more than one year but not more than two years	-	7,990
In more than two years but not more than five years	-	18,652
In more than five years	-	1,126
	-	30,884
Less unamortised issued costs	-	-
	-	30,884

	2011 £000	2010 £000
Included in		
Creditors amounts falling due within one year (note 14)	-	3,116
Creditors amounts falling due after more than one year (note 15)	-	27,768
<b>At 31 December 2011</b>	<b>-</b>	<b>30,884</b>



## Notes (continued)

### 16 Loans (continued)

The net movement in loans during the year was

	2011 £000	2010 £000
At start of the year	30,884	31,230
Redeemed	-	(5)
Repayments	(30,333)	(1,236)
Transferred to other group entities	(551)	-
Unrealised foreign exchange adjustments	-	895
<b>At end of the year</b>	<b>-</b>	<b>30,884</b>

On 19 April 2011 the shareholder and bank finance in A-Gas Investments Limited was paid off by A-Gas (Orb) Limited, the ultimate controlling party. From this point, the financing requirements of A-Gas Investments Limited have been met by intercompany finance as per note 14.

### 17 Deferred taxation

The amounts provided are	2011 £000	2010 £000
Accelerated capital allowances	2	3
Other timing differences	-	3
<b>The net movement during the year was</b>	<b>£000</b>	<b>£000</b>
At start of the year	6	7
Charge for the year (note 10)	(4)	(1)
<b>Deferred tax asset (note 13)</b>	<b>2</b>	<b>6</b>

On 23 March 2011 the Chancellor announced a reduction in the main rate of UK corporation tax to 26 per cent with effect from 1 April 2011. This change became substantively enacted on 29 March 2011 and therefore the effect of the rate reduction on the deferred tax balance as at 31 December 2011 has been included in the figure above.

On 23 March 2011 the Chancellor announced a further reduction in the main rate of UK corporation tax to 25 per cent with effect from 1 April 2012. This change became substantively enacted on 5 July 2011 and therefore the effect of the rate reduction on the deferred tax balance as at 31 December 2011 has been included in the figure above.

On 21 March 2012, in the 2012 Budget, the Chancellor announced a reduction in the main rate of UK corporation tax to 24 per cent with effect from 1 April 2012. This change had not been substantively enacted at the balance sheet date and therefore no effect has been included in the figures above. The effect of this change in tax rate would create a further additional reduction in the deferred tax asset of approximately £Nil.



## Notes (continued)

### 17 Deferred taxation (continued)

The Chancellor also proposed changes to further reduce the main rate of corporation tax by one per cent per annum to 22 per cent by 1 April 2014, but these changes have not yet been substantively enacted and therefore are not included in the figures above. The overall effect of the further reductions from 25 per cent to 22 per cent, if these applied to the deferred tax balance at 31 December 2011, would be to further reduce the deferred tax asset by approximately £Nil.

### 18 Share capital

	2011 £000	2010 £000
<i>Allotted, called up and fully paid</i>		
One (2010 one) ordinary share of £1 each	-	-

### 19 Reconciliation of shareholder's deficit and movements on reserves

	Share capital £000	Profit and loss account £000	Equity shareholder's deficit £000
At 1 January 2011	-	(10,799)	(10,799)
Retained earnings	-	791	791
At 31 December 2011	-	(10,008)	(10,008)

### 20 Contingent liability

The company together with other group subsidiaries has fixed and floating charges under a charge dated 13 April 2011 in respect of loans and bank borrowings of the company. The total amount of loans guaranteed at 31 December 2011 was £74,697,000 (2010 £26,447,000).

The company together with group subsidiaries has guaranteed the group bank overdraft to the extent of £5,200,000 (2010 £1,600,000).

### 21 Parent undertaking and controlling party

The ultimate parent undertaking and controlling party at 31 December 2011 was A-Gas (Orb) Limited, which is registered in England and Wales. A-Gas (Orb) Limited has included the company in its consolidated financial statements, copies of which are available from its registered office, Clifton Heights, Triangle West, Bristol BS8 1EJ.

During the year, the ultimate parent company changed from A-Gas International Investments Ltd to A-Gas (Orb) Ltd.