Company Registration No 6214384 (England and Wales)

GREENVIEW ENVIRONMENTAL LIMITED ANNUAL REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2010



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DIRECTORS AND ADVISERS

Bankers

Directors J Bradburne

D Noone D Brooking

M Canham (Appointed 24 September 2010)

P Alcoe

Secretary J Bradburne

Company number 6214384

Registered office Old Kingdom Hall

Short Brackland Bury St Edmunds

Suffolk IP33 1EL

Registered auditors Ensors

Cardinal House 46 St Nicholas Street

Allied Irish Bank (GB)

Ipswich

IP1 1TT

Gray's Inn Road

London WC1X 8AL

Solicitors Birketts LLP

24 - 26 Museum Street

Ipswich Suffolk IP1 1HZ

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DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2010

The directors present their report and financial statements for the year ended 30 September 2010

Principal activities and review of the business

The principal activities of the company is that of an investment holding company and contractor for the construction of waste recycling sites. The principal activity of the group is the construction and running of sites within the recycling and composting industry.

The group results and the financial position at the year-end underline that this was a challenging year

In its subsidiary, County Mulch, a combination of adverse market movements, extreme weather, the bringing on of two new sites at Corby in Northamptonshire and at Tempsford in Bedfordshire and close involvement of the EA at Stanton, contributed to a disappointing result

Covered Systems delivered the two new sites at Corby and Tempsford noted above and together with Greenview Environmental Ltd completed an important site for a major waste management company

Towards the end of the year the company sought further capital support from one of its shareholders, NEIF infrastructure investments Holding I B V, which has now become the owner of 92% of the ordinary share capital and which provided funding by means of a subordinated loan note. This has enabled the company to continue providing support to its subsidiaries and it has embarked on a stabilisation plan for the group

Financial risk management objectives and policies

The group uses various financial instruments. These include bank loans and overdrafts along with various items such as trade debtors, trade creditors and hire purchase contracts. The main purpose of these financial instruments is to raise finance for the group's operations.

The existence of these financial instruments exposes the group to a number of financial risks including credit risk and liquidity risk. The directors review and agree policies for managing these risks and they are summarised below.

Credit risk

In order to manage credit risk the directors set limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed on a regular basis

Liquidity risk

Sufficient liquidity is achieved by maintaining close contact with those providing primary external funding in conjunction with regular reviews of cashflow forecasts and budgets

Results and dividends

The consolidated profit and loss account for the year is set out on page 5

Directors

The following directors have held office since 1 October 2009

- J Bradburne
- D Noone
- J Jardine

(Resigned 30 September 2010)

D Brooking

M Canham

(Appointed 24 September 2010)

P Alcoe

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2010

Auditors

In accordance with the company's articles, a resolution proposing that Ensors be reappointed as auditors of the company will be put at a General Meeting

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 group and of the profit or loss of the group 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,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the group'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 group's auditors are aware of that information.

By order of the board

J Bradburne Secretary

22 December 2010

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GREENVIEW ENVIRONMENTAL LIMITED

We have audited the group and parent company financial statements (the "financial statements") of Greenview Environmental Limited for the year ended 30 September 2010 set out on pages 5 to 24 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 set out on pages 1 - 2, 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.

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 group's and 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 group's and parent company's affairs as at 30 September 2010 and of the group's 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

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 (CONTINUED)

TO THE MEMBERS OF GREENVIEW ENVIRONMENTAL LIMITED

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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

John Card (Senior Statutory Auditor) for and on behalf of Ensors

22 December 2010

Chartered Accountants Statutory Auditor

Cardinal House 46 St Nicholas Street Ipswich IP1 1TT

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 2010

	Notes	2010 £	2009 £
Turnover	2	11,150,764	8,650,929
Cost of sales		(9,004,618)	(5,053,709)
Gross profit		2,146,146	3,597,220
Administrative expenses Other operating income		(6,141,016) 117,778	(3,287,408) 23,001
Operating (loss)/profit	3	(3,877,092)	332,813
Other interest receivable and similar income Interest payable and similar charges	4	- (282,979)	10,475 (246,252)
interest payable and similar charges	•		
(Loss)/profit on ordinary activities before taxation	3	(4,160,071)	97,036
Tax on (loss)/profit on ordinary activities	5	344,365	(187,466)
Loss on ordinary activities after taxation		(3,815,706)	(90,430)

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

BALANCE SHEETS AS AT 30 SEPTEMBER 2010

		Grou 2010	ıp 2009	Compa 2010	any 2009
	Notes	£	£	£	£
Fixed assets					
Intangible assets	7	3,367,531	3,371,697	-	-
Tangible assets	8	8,968,526	8,154,202	232,493	66,467
Investments	9			4,625,233	4,625,233
		12,336,057	11,525,899	4,857,726	4,691,700
Current assets					
Stocks	10	422,307	512,692	•	-
Debtors amounts falling due within one year	11	1,956,405	2,454,104	5,423,548	3,911,735
Debtors amounts falling due after more					
than one year	11	472,736	538,132	274,725	349,212
Cash at bank and in hand		1,978,932	455,284	1,977,939	431,916
		4,830,380	3,960,212	7,676,212	4,692,863
Creditors amounts falling due within	40	(5.040.003)	(2.057.420)	(2.416.544)	(746,893)
one year	12	(5,340,237)	(2,857,429)	(2,416,544)	(740,033)
Net current (liabilities)/assets		(509,857)	1,102,783	5,259,668	3,945,970
Total assets less current liabilities		11,826,200	12,628,682	10,117,394	8,637,670
Creditors amounts falling due after					
more than one year	13	(6,323,985)	(3,370,081)	(5,372,324)	(2,336,613)
Provisions for liabilities		-	(344,365)	-	-
Accruals and deferred income	14	(952,628)	(959,206)		<u> </u>
		4,549,587	7,955,030	4,745,070	6,301,057
Capital and reserves	16	1,915,000	1,910,897	1,915,000	1,910,897
Called up share capital	16	6,676,066	6,269,906	6,676,066	6,269,906
Share premium account Profit and loss account	17	(4,041,479)	(225,773)	(3,845,996)	(1,879,746)
From and ioss account	17	(4,041,413)		·	
Shareholders' funds	18	4,549,587 ————	7,955,030	4,745,070 ————	6,301,057

Approved by the Board and authorised for issue on 22 December 2010

D Noone Director

J Bradburne Director

Company Registration No. 6214384

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2010

	£	2010 £	£	2009 £
Net cash (outflow)/inflow from operating activities		(996,174)		640,696
Returns on investments and servicing of finance				
Interest received	-		10,475	
Interest paid	(265,183)		(246,252)	
Net cash outflow for returns on investments		(205.4 20)		(005 777)
and servicing of finance		(265,183)		(235,777)
Taxation		-		(41,375)
Capital expenditure				
Payments to acquire intangible assets	(13,582)		-	
Payments to acquire tangible assets	(1,912,192)		(5,187,889)	
Receipts from sales of tangible assets	157,250		125,750	
Net cash outflow for capital expenditure		(1,768,524)		(5,062,139)
Net cash outflow before management of liquid				
resources and financing		(3,029,881)		(4,698,595)
Financing				
Issue of ordinary share capital	410,263		3,089,737	
New debenture loan	2,003,945		270 280	
New long term bank loan	2,270,000 111,201		379,289 970,024	
Government grant received	(584,677)		370,024	
Repayment of long term bank loan Capital element of hire purchase contracts	(464,021)		(335,575)	
Net cash inflow from financing		3,746,711		4,103,475
Increase/(decrease) in cash in the year		716,830		(595,120)

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2010

1	Reconciliation of operating (loss)/profit from operating activities	t to net cash (outflov	v)/ınflow	2010	2009
	nom operating activities			£	£
	Operating (loss)/profit			(3,877,092)	332,813
	Depreciation of tangible assets			1,314,207	849,316
	Amortisation of intangible assets			17,748	27,240
	Loss on disposal of tangible assets			19,353	4,125
	Decrease/(increase) in stocks			90,385	(269,635)
	Decrease/(increase) in debtors			563,095	(2,080,063)
	Increase in creditors within one year			993,908	3,187,011
	Movement on grant provision			(117,778)	(38,641)
	Net cash (outflow)/inflow from operating	ng activities		(996,174)	2,012,166
2	Analysis of net debt	1 October 2009	Cash flow	Other non- cash changes	30 September 2010
		£	£	£	£
	Net Cash				
	Cash at bank and in hand	455,284	1,523,648	-	1,978,932
	Bank overdrafts		(806,818)		(806,818)
		455,284	716,830		1,172,114
	Debt				
	Debt Finance leases	(1,435,342)	71,078	-	(1,364,264)
	Debts falling due within one year	(554,714)	(648,072)	_	(1,202,786)
	Debts falling due after one year	(2,331,128)	(3,041,196)		(5,372,324)
		(4,321,184)	(3,618,190)		(7,939,374)
	Net debt	(3,865,900)	(2,901,360)	-	(6,767,260)

3	Reconciliation of net cash flow to movement in net debt	2010 £	2009 £
	Increase/(decrease) in cash in the year	716,830	(194,609)
	Cash inflow from increase in debt	(3,618,190)	(210,949)
	Change in net debt resulting from cash flows	(2,901,360)	(405,558)
	New finance lease	-	(1,012,907)
	Movement in net debt in the year	(2,901,360)	(1,418,465)
	Opening net debt	(3,865,900)	(2,447,435)
	Closing net debt	(6,767,260)	(3,865,900)
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2010

1 Accounting policies

11 Accounting convention

The financial statements are prepared under the historical cost convention

The company's accounts have been presented on the going concern basis, as the company has the support of its financial providers and shareholders

1 2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1 3 Basis of consolidation

The consolidated profit and loss account and balance sheet include the financial statements of the company and its subsidiary undertakings made up to 30 September 2010. Intra-group sales and profits are eliminated fully on consolidation.

14 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

15 Goodwill

In the directors opinion, subject to an annual impairment review, the goodwill acquired has an indefinite useful economic life. Therefore, goodwill has not been amortised

16 Development costs

Research expenditure is written off to the profit and loss account in the year in which it is incurred Development expenditure is written off in the same way unless the directors are satisfied as to the technical, commercial and financial viability of individual projects. In this situation, the expenditure is deferred and amortised over the period during which the company is expected to benefit which the directors have deemed to be 5 years.

1.7 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows

Leasehold property improvements

10-33% straight line

Plant and machinery

5-33% straight line/10-25% reducing balance

Fixtures, fittings & equipment

25-33% reducing balance

Motor vehicles

25% reducing balance

1.8 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

1 Accounting policies

(continued)

19 Investments

Fixed asset investments are stated at cost less provision for diminution in value

1 10 Stock

Stock and work in progress is valued at the lower of cost and net realisable value

1 11 Pensions

The Group operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1 12 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

1 13 Government grants

Grants are credited to deferred revenue. Grants towards capital expenditure are released to the profit and loss account over the expected useful life of the assets. Grants towards revenue expenditure are released to the profit and loss account as the related expenditure is incurred.

2 Turnover

The total turnover of the group for the year has been derived from its principal activity wholly undertaken in the United Kingdom

3	Operating loss	2010	2009
		£	£
	Operating loss is stated after charging		
	Amortisation of intangible assets	17,748	27,240
	Depreciation of tangible assets	1,314,207	849,316
	Loss on disposal of tangible assets	19,353	4,137
	Operating lease rentals		
	- Plant and machinery	51,568	1,760
	- Other assets	381,014	257,837
	Auditors' remuneration (company £4,500, 2009 £4,760)	19,950	21,515
	and after crediting		
	Government grants	117,778	23,001
	Profit on disposal of tangible assets	-	(12)
			

4	Interest payable	2010	2009
		£	£
	On bank loans and overdrafts	179,392	168,455
	Hire purchase interest	99,642	77,775
	On overdue tax	-	22
	Other interest	3,945	
		282,979	246,252
5	Taxation	2010	2009
	Demonstra audment vons tav	£	£
	Domestic current year tax Adjustment for prior years	<u>-</u>	(13,822)
	Adjustifient for prior years		
	Total current tax	-	(13,822)
	Deferred tax		
	Origination and reversal of timing differences	(344,365)	201,288
		(344,365)	187,466
	Factors affecting the tax charge for the year		
	(Loss)/profit on ordinary activities before taxation	(4,160,071)	97,036
	(Loss)/profit on ordinary activities before taxation multiplied by standard		
	rate of UK corporation tax of 21 00% (2009 - 21 00%)	(873,615)	20,378
	Effects of		(===
	Non deductible expenses	4,364	(863)
	Depreciation add back	60,035	117,436
	Capital allowances	(46,232)	(257,152)
	Tax losses utilised	787,965 7,528	(3,733)
	Foreign tax adjustments	1,520	(13,822)
	Adjustments to previous periods Other tax adjustments	59,955	123,934
		873,615	(34,200
	Current tax charge for the year		(13,822)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

6 Loss for the financial year

As permitted by section 408 Companies Act 2006, the holding company's profit and loss account has not been included in these financial statements. The loss for the financial year is made up as follows

2010

2009

£

£

Holding company's loss for the financial year

(1,966,250)

(1,029,675)

7 Intangible fixed assets Group

	Goodwill & development costs £
Cost	0.404.004
At 1 October 2009	3,421,224
Additions	13,582
At 30 September 2010	3,434,806
Amortisation	
At 1 October 2009	49,527
Charge for the year	17,748
At 30 September 2010	67,275
Net book value	
At 30 September 2010	3,367,531 ————
At 30 September 2009	3,371,697

Tangible fixed assets					
Group	Leasehold property improvements	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£	£
Cost					
At 1 October 2009	32,611	9,259,071	94,867	321,558	9,708,107
Additions	171,365	2,011,221	63,691	58,857	2,305,134
Disposals	(17,071)	(257,618)	-	(19,500)	(294,189)
At 30 September 2010	186,905	11,012,674	158,558	360,915	11,719,052
Depreciation					
At 1 October 2009	14,608	1,407,270	39,190	92,837	1,553,905
On disposals	(7,682)	(97,670)	-	(12,234)	(117,586)
Charge for the year	18,271	1,182,584	42,048	71,304	1,314,207
At 30 September 2010	25,197	2,492,184	81,238	151,907	2,750,526
Net book value					
At 30 September 2010	161,708	8,520,490	77,320	209,008	8,968,526 —————
At 30 September 2009	18,003	7,851,801 =	55,677	228,721	8,154,202
Included above are assets held und	er finance lease	s or hire purch	ase contracts	as follows	
			Plant and machinery	Motor vehicles	Total
			£	£	£
Net book values					
At 30 September 2010			1,673,843	172,141	1,845,984
At 30 September 2009			1,651,347	174,092	1,825,439
Depreciation charge for the year					
30 September 2010			259,071 178,339	57,158 33,490	316,229 211,829
30 September 2009					

Company	Leasehold property improvemen ts	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 October 2009	15,540	49,459	38,147	103,146
Additions	171,365	48,844		220,209
At 30 September 2010	186,905	98,303	38,147	323,355
Depreciation				
At 1 October 2009	8,633	20,390	7,656	36,679
Charge for the year	16,564	28,582	9,037	54,183
At 30 September 2010	25,197	48,972	16,693	90,862
Net book value				
At 30 September 2010	161,708	49,331	21,454	232,493
At 30 September 2009	6,907	29,069	30,491	66,467
	2			66,467
At 30 September 2009 Included above are assets held under fir	2	nase contracts	as follows	
	2	nase contracts		
	2	nase contracts	as follows Motor	
	2	nase contracts Fixtures, fittings &	as follows Motor	Tota
Included above are assets held under fir Net book values	2	Fixtures, fittings & equipment	as follows Motor vehicles	Tota
Included above are assets held under fir Net book values At 30 September 2010	2	Fixtures, fittings & equipment	Motor vehicles	Tota £ 21,455
Included above are assets held under fir Net book values	2	Fixtures, fittings & equipment	as follows Motor vehicles	Tota 4 21,455
Included above are assets held under fir Net book values At 30 September 2010 At 30 September 2009 Depreciation charge for the year	2	Fixtures, fittings & equipment	Motor vehicles £ 21,455 30,491	Tota £ 21,455 30,491
Included above are assets held under fir Net book values At 30 September 2010 At 30 September 2009	2	Fixtures, fittings & equipment	Motor vehicles	66,467 Total 21,455 30,491 9,036 7,656

)	Fixed asset investments				
	Company				
	, ,			S	hares in
				unde	group rtakıngs
					£
	Cost				
	At 1 October 2009 & at 30 September 2010			4,6	525,233
	Net book value				
	At 30 September 2010			4,6	625,233
				=	
	At 30 September 2009			4,0	625,233
	In the opinion of the directors, the ag	gregate value of the	e company's ir	nvestment in si	ubsidiary
	undertakings is not less than the amount in	cluded in the balance s	sneet		
	Holdings of more than 20%				
		مالمك مطلاكم لمقيمهم ببيان			
	The company holds more than 20% of the s	share capital of the follo	owing companie	es	
	Company holds more than 20% of the s	Country of registra		Shares held	
	•		ation or	Shares held	
	Company	Country of registra		Shares held	%
	•	Country of registra	ation or Class Ordin	Shares held s	% 100
	Company Subsidiary undertakings	Country of registra incorporation	ation or Class	Shares held s	%
	Company Subsidiary undertakings County Mulch Limited	Country of registra incorporation England & Wales England & Wales	Class Ordin Ordin	Shares held s nary nary	% 100
	Subsidiary undertakings County Mulch Limited Covered Systems Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin	Class Ordin Ordin	Shares held s nary nary	% 100
	Subsidiary undertakings County Mulch Limited Covered Systems Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales	class Ordin Ordin	Shares held s nary nary	% 100
	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch	class Ordin Ordin	Shares held s nary nary	% 100
	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales	class Ordin Ordin	Shares held s nary nary	% 100
	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch	class Ordin Ordin	Shares held s nary nary	% 100
10	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited Covered Systems Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch	class Ordin Ordin	Shares held s nary nary	% 100
10	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch	class Ordin Ordin	Shares held s nary nary	% 100
10	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited Covered Systems Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch Construction	class Ordin Ordin	Shares held s nary nary as follows	% 100 100 2009
10	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited Covered Systems Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch Construction Group	Class Ordin Ordin ancial year was	Shares held s nary nary as follows Company	% 100 100
10	Subsidiary undertakings County Mulch Limited Covered Systems Limited The principal activity of these undertakings County Mulch Limited Covered Systems Limited	Country of registra incorporation England & Wales England & Wales for the last relevant fin Principal activity Composting, Sales of bark/mulch Construction Group 2010	Class Ordin Ordin ancial year was of	Shares held s nary nary as follows Company 2010	% 100 100 2009

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

		_	
Grou	p	Compa	iny
2010	2009	2010	2009
£	£	£	£
1,709,189	2,098,211	158,441	-
-	-	5,101,243	3,742,964
332,363	473,660	62,300	97,618
387,589	420,365	376,289	420,365
2,429,141	2,992,236	5,698,273	4,260,947
ear and included in t		0040	2000
ear and included in the	2009	2010	2009
		2010 £	2009 £
2010	2009		
2010 £	2009	£	
	2010 £ 1,709,189 - 332,363 387,589	£ £ 1,709,189 2,098,211 332,363 473,660 387,589 420,365	2010 2009 2010 £ £ £ £ 1,709,189 2,098,211 158,441 5,101,243 332,363 473,660 62,300 387,589 420,365 376,289

12 Creditors amounts falling due within one year

Creditors amounts family due within one ye	Group		Compa	ny
	2010	2009	2010	2009
	£	£	£	£
Bank loans and overdrafts	2,009,604	554,714	1,202,786	554,714
Net obligations under finance lease and hire				
purchase contracts	412,603	396,389	5,485	15,809
Trade creditors	1,713,587	1,434,932	272,989	114,895
Amounts owed to group undertakings	-	-	339,575	-
Taxes and social security costs	156,826	69,159	108,958	28,402
Accruals and deferred income	1,047,616	402,234	486,750	33,072
Preference shares classed as a financial				
liability	1	1	1	1
	5,340,237	2,857,429	2,416,544	746,893
				

The bank loans and overdraft are secured by a fixed and floating charge over the assets of the group

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Debenture loans	2,003,945	-	2,003,945	-
Bank loans	3,368,379	2,331,128	3,368,379	2,331,128
Net obligations under finance leases and				
hire purchase agreements	951,661	1,038,953		5,485
	6,323,985	3,370,081	5,372,324	2,336,613
Loan maturity analysis				
In more than one year but not more than two				450.004
years	1,273,452	459,221	1,273,452	459,221
In more than two years but not more than	2,094,927	1,477,704	2.094.927	1,477,704
five years In more than five years	2,U34,32 <i>1</i> -	394,203	2,034,327	394,203
minoro man mo youro				

£2,000,000 of unsecured loan notes were issued in the year. Interest on the loan notes is charged at 12% and added to the liability to be repaid on redemption. The loan notes are redeemable in October 2016.

The bank loan is secured by a fixed and floating charge over the assets of the group

14 Accruals and deferred income

£
959,205
(117,778)
111,201
952,628

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

15 Pension and other post-retirement benefit commitments

Defined contribution

		2010 £	2009 £
	Contributions payable by the group for the year	4,850	1,780
16	Share capital	2010 £	2009 £
	Authorised 2,500,000 Ordinary shares of £1 each 4,000,000 Deferred shares of 1p each 1 Cumulative Preference share of £1	2,500,000 40,000 1 2,540,001	2,500,000 40,000 1 2,540,001
	Allotted, called up and fully paid 1,875,000 Ordinary shares of £1 each 4,000,000 Deferred shares of 1p each	1,875,000 40,000 1,915,000	1,875,000 35,897 1,910,897

During the year 410,263 deferred £0 01 shares were issued for consideration of £1 per share

The holder of the £1 cumulative preference share is entitled to a cumulative preferential dividend, at a rate of £1 per annum out of profits of the company which it should be determined to distribute each year, in preference to any other shares. They also have the right to preferential repayment of capital in a winding up but to no further participation in profts or assets of the company.

The preference share is classified under liabilities in the balance sheet, and the dividends thereon are classified as interest payable on the profit and loss account

17	Statement of movements on reserves Group		
	Cioup	Share premium account	Profit and loss account
		£	£
	Balance at 1 October 2009 Loss for the year	6,269,906 -	(225,773) (3,815,706)
	Premium on shares issued during the year	406,160	-
	Balance at 30 September 2010	6,676,066	(4,041,479)
	Company		D. Charad
		Share premium account	Profit and loss account
		£	£
	Balance at 1 October 2009 Loss for the year	6,269,906 -	(1,879,746) (1,966,250)
	Premium on shares issued during the year	406,160	·
	Balance at 30 September 2010	6,676,066	(3,845,996)

18	Reconciliation of movements in shareholders' funds Group	2010 £	2009 £
	Loss for the financial year	(3,815,706)	(90,430)
	Proceeds from issue of shares	410,263	3,089,737
	Net (depletion in)/addition to shareholders' funds	(3,405,443)	2,999,307
	Opening shareholders' funds	7,955,030	4,955,723
	Closing shareholders' funds	4,549,587	7,955,030
		2010	2009
	Company	£	£
	Loss for the financial year	(1,966,250)	(1,029,675)
	Proceeds from issue of shares	410,263	3,089,737
	Net (depletion in)/addition to shareholders' funds	(1,555,987)	2,060,062
	Opening shareholders' funds	6,301,057	4,240,995
	Closing shareholders' funds	4,745,070	6,301,057

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

19 Financial commitments

At 30 September 2010 the group had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	•
	2010	2009	2010	2009
	£	£	£	£
Expiry date				
Within one year	8,333	-	-	-
Between two and five years	186,045	87,160	76,722	1,760
In over five years	291,860	243,885	•	-
	486,238	331,045	76,722	1,760
			== -=	

At 30 September 2010 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Other	
	2010	2009	2010	2009
	£	£	£	£
Expiry date				
Within one year	8,333	-	-	-
Between two and five years	-	25,000	3,660	1,760
In over five years	141,860	-	-	-
	150,193	25,000	3,660	1,760

20	Directors' remuneration	2010 £	2009 £
	Remuneration for qualifying services Pensions to former directors	882,981 1,596	620,314 1,596
		884,577	621,910
	The number of directors for whom retirement benefits are accruing under definamounted to 1 (2009 - 1)	ed contribution	schemes
	Remuneration disclosed above include the following amounts paid to the highest paid director		
	Remuneration for qualifying services Company pension contributions to defined contribution schemes	186,104 1,596	181,114 1,596
	Directors emoluments include £303,920 compensation for loss of office		
21	Employees		
	Number of employees The average monthly number of employees (including directors) during the		
	year was	2010 Number	2009 Number
	Production staff Administrative staff	44 23	35 17
		67	<u>52</u>
	Employment costs	2010 £	2009 £
	Wages and salaries Social security costs Other pension costs	2,803,450 286,053 4,850	1,446,443 159,017 1,927
		3,094,353	1,607,387

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2010

22 Control

The group was controlled by J C Jardine until 24 September 2010, and is now contolled by NEIF Infrastructure Investments Holding I B V

23 Related party transactions

Company

The company has taken advantage of the exemption in Financial Reporting Standard 8 not to disclose certain intra group transactions as all subsidiaries are wholly owned and consolidated financial statements are publicly available

During the year, NEIF Infrastructure Investments Holding I B V, the controlling share holder of the company, took out £2,000,000 of unsecured loan notes as detailed per note 13