

OS AA01

Statement of details of parent law and other  
information for an overseas company



Companies House

☒ What this form is for  
You may use this form to  
accompany your accounts  
disclosed under parent law.

☒ What this form is NOT for  
You cannot use this form to  
an alteration of manner of  
with accounting requirements

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01/11/2013

#107

COMPANIES HOUSE

**Part 1** Corporate company name

Corporate name of  
overseas company ①

ERM Holdings BV

UK establishment  
number

B R 0 1 3 7 5 8

→ Filling in this form  
Please complete in typescript or in  
bold black capitals.

All fields are mandatory unless  
specified or indicated by \*

① This is the name of the company in  
its home state

**Part 2** Statement of details of parent law and other  
information for an overseas company

**A1** Legislation

Please give the legislation under which the accounts have been prepared and,  
if applicable, the legislation under which the accounts have been audited

Legislation ②

Netherlands

② This means the relevant rules or  
legislation which regulates the  
preparation and, if applicable, the  
audit of accounts.

**A2** Accounting principles

Accounts

Have the accounts been prepared in accordance with a set of generally accepted  
accounting principles?

Please tick the appropriate box

☐ No Go to Section A3

☒ Yes Please enter the name of the organisation or other  
body which issued those principles below, and then go to Section A3

③ Please insert the name of the  
appropriate accounting organisation  
or body

Name of organisation  
or body ③

Dutch GAAP

**A3** Accounts

Accounts

Have the accounts been audited? Please tick the appropriate box

☒ No Go to Section A5

☐ Yes Go to Section A4

## OS AA01

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### A4 Audited accounts

Audited accounts	Have the accounts been audited in accordance with a set of generally accepted auditing standards? Please tick the appropriate box <input type="checkbox"/> No Go to Part 3 'Signature' <input type="checkbox"/> Yes. Please enter the name of the organisation or other body which issued those standards below, and then go to Part 3 'Signature'	<b>1</b> Please insert the name of the appropriate accounting organisation or body
Name of organisation or body <b>1</b>		

### A5 Unaudited accounts

Unaudited accounts	Is the company required to have its accounts audited? Please tick the appropriate box <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes.	
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## Part 3 Signature

	I am signing this form on behalf of the overseas company	
Signature	Signature X <i>A. de S. Baker</i> X	
	This form may be signed by Director, Secretary, Permanent representative	

# ERM Holdings B.V.

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Registered No 30156416

## **DIRECTORS**

Andrew Silverbeck  
Mark Pearson

## **REGISTERED OFFICE**

2nd Floor  
Exchequer Court  
33 St Mary Axe  
London  
EC3A 8AA

The annual financial statements are dated June 21, 2013 and signed by the directors, approved in the Shareholders meeting on October 14, 2013

# ERM Holdings B.V.

## BALANCE SHEET

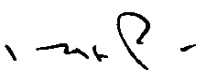
for the year ended 31 March 2013

		2013 €	2012 €
<i>Assets</i>	<i>Notes</i>		
Investments in subsidiaries	3	6,208,853	5,831,874
Debtors	4	16,392,353	16,215,688
Cash at bank		612	71
<b>Total Assets</b>		<b>22,601,818</b>	<b>22,047,633</b>
<i>Liabilities</i>			
Creditors amounts falling due within one year	5	(163,117)	(126,528)
<b>Net assets</b>		<b>22,438,701</b>	<b>21,921,105</b>
<i>Capital and reserves</i>			
Issued and paid up share capital	6	21,200	21,200
Capital surplus	7	5,004,234	5,004,234
Profit and loss account	7	17,413,267	16,895,671
<b>Equity shareholders' funds</b>		<b>22,438,701</b>	<b>21,921,105</b>

  
Andrew Silverbeck

Director

ERM Holdings B.V.

  
Mark Pearson

Director

ERM Holdings B.V.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2013

1. Accounting policies

**Basis of preparation**

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

**Basis of consolidation**

The company's immediate parent company is ERM (Overseas Holdings) Limited

The company's ultimate parent company and controlling party is ERM Worldwide Limited. ERM Worldwide Limited has included the company in its consolidated financial statements for the year ended 31 March 2013, copies of which are available from UK Companies House. The company has therefore taken advantage of the exemption for sub-consolidation as mentioned in article 408, paragraph 1b of the Civil Code Book 2.

**Investments**

Investments held as fixed assets are stated at cost, less provision for permanent diminution in value. Those held as current assets are stated at the lower of cost and net realisable value.

The carrying values of fixed asset investments are reviewed for impairments if events or changes in circumstances indicate that the carrying value may not be recoverable.

**Deferred taxation**

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more tax, or a right to pay less or to receive more tax, with the following exceptions:

- Provision is made for deferred taxation that would arise on remittance of the retained earnings of subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date, dividends have been accrued as receivable, and
- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

**Foreign Currencies**

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

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

# ERM Holdings B V

## NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2013

### 2. Operating loss

There are no employees and no other staff related costs

The company is principally engaged as an intermediate group holding company and there is likely to be no change to the company's activities in future periods

### 3. Investments in subsidiaries

	<i>Subsidiary undertakings €</i>
Cost	
At 1 April 2012	5,831,874
Additions (note (a))	376,979
As at 31 March 2013	6,208,853

(a) The company injected additional capital of €376,979 in ERM Argentina S A , taking its shareholding stake to 74.7%

The following is a list of the company's subsidiary undertakings and particulars of the shareholdings therein

<i>Company name</i>	<i>Country of incorporation</i>	<i>Class of shares</i>	<i>Proportion of shares held directly</i>
ERM-Hong Kong, Limited	Hong Kong	Ordinary	76.8%
ERM Italia S p A	Italy	Ordinary	65.2%
ERM NV	Belgium	Ordinary	65%
ERM Argentina S A	Argentina	Ordinary	74.7%
ERM Polska Sp z o o	Poland	Ordinary	100%
ERM Hungaria Kft	Hungary	Ordinary	100%
Environmental Resources Management Nederland Holding B V	Netherlands	Ordinary	87.2%
ERM Korea Limited	Korea	Ordinary	80%
ERM Technical Services (M) Sdn Bhd	Malaysia	Ordinary	80%
ERM China (Holdings) Limited	Hong Kong	Ordinary	99.99%

For all subsidiary undertakings listed above, the country of operation is the same as the country of incorporation. The nature of the business of all of the company's principal subsidiaries is the provision of environmental, risk and health and safety and sustainability consulting services except for Environmental Resources Management Nederland Holding B V and ERM China (Holdings) Limited which are intermediate holding companies.

# ERM Holdings B.V

## NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2013

### 4. Debtors

	2013 €	2012 €
Amounts due from group undertakings	16,392,353	16,215,688
	<u>16,392,353</u>	<u>16,215,688</u>

### 5. Creditors: amounts falling due within one year

	2013 €	2012 €
Group relief payable	163,117	126,528
	<u>163,117</u>	<u>126,528</u>

### 6. Share capital

	2013 €	Authorised 2012 €
Ordinary shares of €100 each (1000 shares)	100,000	100,000

	Allotted, called up and fully paid			
	2013		2012	
	No	€	No	€
Ordinary shares of €100 each	212	21,200	212	21,200

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## ERM Holdings B V

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### NOTES TO FINANCIAL STATEMENTS for the year ended 31 March 2013

#### 7. Reconciliation of shareholders' funds and movement in reserves

	<i>Share capital €</i>	<i>Capital surplus €</i>	<i>Profit and loss account €</i>	<i>Total share- holders' funds €</i>
<b>At 1 April 2011</b>	21,200	5,004,234	3,986,427	9,011,861
Profit for the year	–	–	12,909,244	12,909,244
<b>At 31 March 2012</b>	21,200	5,004,234	16,895,671	21,921,105
Profit for the year	–	–	517,596	517 596
<b>At 31 March 2013</b>	21,200	5,004,234	17,413,267	22 438,701