Sureclean Limited

Report and Financial Statements

For the year ended 31 December 2006

Company information

Directors	J M Barron I Pirie A Stewart K N Duncan (resigned 30/06/06) P A Thorn L J Dickson (resigned 06/03/07) E D W Maclellan (resigned 06/03/07) R G McLellan (appointed 06/03/07)
Secretary	Ledingham Chalmers
Company number	185760
Registered office	10 River Drive Teaninich Industrial Estate Alness Ross shire IV17 0PG
Auditors	Ernst & Young LLP Registered auditor Barony House Stoneyfield Business Park Stoneyfield Inverness IV2 7PA
Bankers	Bank of Scotland 2 6 Eastgate Inverness IV2 3NA
Solicitors	Ledingham Chalmers LLP Johnstone House 52 54 Rose Street Aberdeen AB10 1HA

Directors' Report
For the year ended 31 December 2006

The directors present their report and the financial statements for the year ended 31 December 2006

Principal activities

The principle activity of the company during the year were HP & UHP water jetting both on and offshore, tank cleaning, asbestos management and the operation of waste transfer stations in Aberdeen and Alness

Business review

The company had a disappointing year with only a modest increase in sales achieved This combined with increased overheads in the period to support anticipated growth had a negative impact on profitability which was significantly down from 2005 Three months of poor trading during the first half of the period made realisation of target projections impossible to achieve despite a strong recovery during quarters three and four The turnaround in performance achieved in the second half of 2006 provides renewed confidence that projected growth in sales and profitability for 2007 will surpass budget expectations as the return from previous input and investment is more fully realised This optimism is further endorsed by continued buoyant market conditions within the Oil & Gas industry both domestically and globally, underpinned by the continued high price of oil throughout the world

Despite strong demand for the company's service range the ability to realise profit levels commensurate with the quality delivered has on occasion been undermined by non specialist competitors Closer interaction with clients and consequent increased understanding of respective needs has proven that the company can influence this positively and greater emphasis going forward will pay further dividends as understanding and appreciation of the company's key market differentiators grows Whilst costs associated with legal compliance and the maintenance of associated Health, Safety, Environmental and Quality Management Systems continue to increase, it remains the company policy to surpass minimum requirements and set best industry practise This is a core value which has underpinned the company's growth and success to date The company is highly geared and is consequently vulnerable to interest rate rises Tighter financial disciplines have been implemented which shall result in improved cash management Whilst this will significantly help mitigate potential exposure, it remains a priority to reduce borrowings However, it is imperative that an appropriate level of capital investment is maintained to support planned growth with a careful balance between the two potentially conflicting objectives remaining a key challenge for the directors

Results

The profit for the year, after taxation, amounted to £30,263 (2005 £129,029)

Directors

The directors who served during the year and their interests in the company's issued share capital were

	A Ordinary Shares shares of £1 each	
	31/12/06	*1/1/06*
J M Barron	**66,667**	*50,000*
I Pirie	**66,666**	*50,000*
A Stewart	**66,666**	*50,000*
K N Duncan (resigned 30/06/06)		*50,000*
P A Thorn		
L J Dickson (resigned 06/03/07)		
E D W Maclellan (resigned 06/03/07)		
R G McLellan (appointed 06/03/07)		

The company has put in place Share Option Schemes whereby the A Ordinary Shareholders are able to acquire further shares to bring their total holding to 65% of the issued share capital

Directors' Report
For the year ended 31 December 2006

Events since the end of the year

On 6 March 2007, a transaction was concluded to facilitate the buy back of shares from HMS (635) Limited by the company and the executive directors supported by the Bank of Scotland with the intension of achieving 100% ownership within the next three years

Provision of information to auditors

So far as each of the directors is aware at the time the report is approved

- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

Auditors

The auditors, Ernst & Young LLP, will be proposed for reappointment in accordance with section 385 of the Companies Act 1985

This report was approved by the board on 3rd July 2007 and signed on its behalf

For Ledingham Chalmers LLP

Member

Secretary

Statement of directors' responsibilities
For the year ended 31 December 2006

The directors are responsible for preparing the annual 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) The financial statements are required by law to 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 judgments and estimates that are reasonable and prudent,
- 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 proper accounting records that 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 1985 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

So far as each of the directors is aware at the time the report is approved

- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

Independent Auditors' report to the members of Sureclean Limited

We have audited the company's financial statements for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement and the related notes 1 to 24 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985 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

The directors' responsibilities for preparing the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985 We also report to you whether in our opinion, the information given in the directors' report is consistent with the financial statements

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements

Independent Auditors' report to the members of Sureclean Limited

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the directors' report is consistent with the financial statements

Ernst & Young LLP

Ernst & Young LLP
Registered auditor
Inverness

Date 11/7/2007

Profit and loss account
For the year ended 31 December 2006

	Note	2006 £	2005 £
Turnover	2	5,619,382	5,445,176
Cost of sales		(2,082,428)	(1,831,442)
Gross profit		3,536,954	3,613,734
Administrative expenses		(3,229,967)	(3,001,226)
Other operating income	3	3,650	(700)
Operating profit	4	310,637	611,808
Interest payable	7	(238,675)	(236,093)
Profit on ordinary activities before taxation		71,962	375,715
Tax on profit on ordinary activities	8	(41,699)	(246,686)
Profit on ordinary activities after taxation	18	30,263	129,029

All amounts relate to continuing operations

There were no recognised gains and losses for 2006 or 2005 other than those included in the profit and loss account

The notes on pages 9 to 20 form part of these financial statements

Balance Sheet
As at 31 December 2006

	Note	£	2006 £	£	2005 £
Fixed assets					
Intangible fixed assets	9		271,793		292,193
Tangible fixed assets	10		3,202,442		3,491,139
			3,474,235		3,783,332
Current assets					
Stocks	11	812,979		628,227	
Debtors	12	1,334,988		1,473,187	
Cash in hand		694		3,129	
		2,148,661		2,104,543	
Creditors: *amounts falling due within one year*	13	(3,070,802)		(3,032,051)	
Net current liabilities			(922,141)		(927,508)
Total assets less current liabilities			2,552,094		2,855,824
Creditors: *amounts falling due after more than one year*	14		(727,350)		(957,055)
Provisions for liabilities					
Deferred tax	15		(291,107)		(317,795)
Accruals and deferred income	16		(197,951)		(239,251)
Net assets			1,335,686		1,341,723
Capital and Reserves					
Called up share capital	17		400,000		400,000
Share premium account			440,150		440,150
Profit and loss account	18		495,536		501,573
Shareholders' funds - All equity	19		1,335,686		1,341,723

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 3 July 2007.

Director John M. Barron

The notes on pages 9 to 20 form part of these financial statements

Cash flow statement
For the year ended 31 December 2006

	Note	2006 £	2005 £
Net cash flow from operating activities	20	969,552	993,768
Returns on investments and servicing of finance	21	(238,675)	(236,093)
Taxation		(142,247)	
Capital expenditure and financial investment	21	(393,309)	(570,414)
Equity dividends paid		(36,300)	(24,000)
Cash inflow before financing		159,021	163,261
Financing	21	(578,881)	(429,901)
Decrease in cash in the year		(419,860)	(266,640)

Reconciliation of net cash flow to movement in net funds/debt
For the year ended 31 December 2006

	2006 £	2005 £
Decrease in cash in the year	(419,860)	(266,640)
Cash outflow from decrease in debt and lease financing	578,881	429,901
Change in net debt resulting from cash flows	159,021	163,261
New finance lease	(93,873)	(74,083)
Movement in net debt in the year	65,148	89,178
Net debt at 1 January 2006	(3,090,239)	(3,179,417)
Net debt at 31 December 2006	(3,025,091)	(3,090,239)

The notes on pages 9 to 20 form part of these financial statements

Notes to the financial statements
For the year ended 31 December 2006

1. Accounting polıcies

1 1 Basıs of preparatıon of financial statements

The financıal statements have been prepared under the hıstorıcal cost conventıon and ın accordance wıth applıcable accountıng standards

1 2 Intangıble fixed assets and amortisatıon

Goodwıll ıs the dıfference between amounts paıd on the acquısıtıon of a busıness and the faır value of the ıdentıfiable assets and lıabılıtıes It ıs amortısed to the profit and loss account over ıts estımated economıc lıfe

Amortısatıon ıs provıded at the followıng rates

Goodwıll	5%	straıght lıne

1.3 Tangıble fixed assets and depreciatıon

Tangıble fixed assets are stated at cost less depreciatıon Depreciatıon ıs provıded at rates calculated to wrıte off the cost of fixed assets, less theır estımated resıdual value, over theır expected useful lıves on the followıng bases

Herıtable Property	2%	straıght lıne
Plant & machınery	15%	straıght lıne
Motor vehıcles	25%	reducıng balance
Waste Transfer Statıon	5%	straıght lıne

1.4 Leasing and hıre purchase

Assets obtaıned under hıre purchase contracts and finance leases are capıtalısed as tangıble fixed assets Assets acquıred by finance lease are depreciated over the shorter of the lease term and theır useful lıves Assets acquıred by hıre purchase are depreciated over theır useful lıves Fınance leases are those where substantıally all of the benefits and rısks of ownershıp are assumed by the company Oblıgatıons under such agreements are ıncluded ın credıtors net of the finance charge allocated to future perıods The finance element of the rental payment ıs charged to the profit and loss account so as to produce a constant perıodıc rate of charge on the net oblıgatıon outstandıng ın each perıod

1 5 Stocks and work ın progress

Stocks are valued at the lower of cost and net realısable value after makıng due allowance for obsolete and slow movıng stocks Cost ıncoudes all costs ıncurred ın brıngıng each product to ıts present locatıon and condıtıon, as follows

Raw materıals	purchase cost on a first ın, first out basıs
Work ın progress	cost of dırect materıals and labour plus attrıbutable overheads based on a normal level of actıvıty

Net realısable value ıs based on estımated sellıng prıce less any further costs expected to be ıncurred to completıon and dısposal

Notes to the financial statements
For the year ended 31 December 2006

1. Accounting policies (continued)

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

1 7 Government grants

Government grants relating to tangible fixed assets are treated as deferred income and released to the profit and loss account over the expected useful lives of the assets concerned Other grants are credited to the profit and loss account as the related expenditure is incurred

1.8 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

2 Turnover

Turnover, which is stated net of value added tax, represents amounts invoiced to third parties The whole of the turnover is attributable to one continuing activity

A geographical analysis of turnover is as follows

	2006	*2005*
	£	£
United Kingdom	5,456,822	5,110,303
Rest of world	162,560	334,873
	5,619,382	5,445,176

3. Other operating income

	2006	*2005*
	£	£
Other operating income	3,650	(700)

Notes to the financial statements
For the year ended 31 December 2006

4 Operating profit

The operating profit is stated after charging

	2006 £	*2005* £
Amortisation - intangible fixed assets	20,400	20,400
Depreciation of tangible fixed assets owned by the company	775,879	735,164
Auditors' remuneration	5,500	5,000

5 Staff costs

Staff costs, including directors' remuneration, were as follows

	2006 £	*2005* £
Wages and salaries	2,376,568	2,168,110
Social security costs	245,310	222,386
Other pension costs	45,264	60,924
	2,667,142	2,451,420

The average monthly number of employees, including the directors, during the year was as follows

	2006 *No*	*2005* *No*
Operations	51	47
Administration	30	24
	81	71

6. Directors' remuneration

	2006 £	*2005* £
Emoluments	221,693	221,529
Company pension contributions to money purchase pension schemes	24,722	22,614

During the year retirement benefits were accruing to 4 directors (2005 4) in respect of money purchase pension schemes

Notes to the financial statements
For the year ended 31 December 2006

The highest paid director received remuneration of £73,521 (2005 £67,710)

The value of the company's contributions paid to a money purchase pension scheme in respect of the highest paid director amounted to £9,034 (2005 £8,940)

7. Interest payable

	2006 £	*2005* £
On bank loans and overdrafts	124,287	106,087
On other loans	18,520	24,075
On finance leases and hire purchase contracts	69,828	79,891
Preference dividend	26,040	26,040
	238,675	236,093

8. Taxation

	2006 £	*2005* £
Analysis of tax charge in the year		
***Current tax** (see note below)*		
UK corporation tax charge on profits for the year	70,228	142,254
Adjustments in respect of prior periods	(1,841)	
Total current tax	68,387	142,254
***Deferred tax** (see note **15**)*		
Origination and reversal of timing differences	(26,688)	104,432
Tax on profit on ordinary activities	41,699	246,686

Notes to the financial statements
For the year ended 31 December 2006

8 Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than the standard rate of corporation tax in the UK (30%) The differences are explained below

	2006 £	*2005* £
Profit on ordinary activities before tax	71,962	375,715
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (2005 30%)	21,589	112,715
Effects of:		
Expenses not deductible for tax purposes	25,232	15,054
Capital allowances for year in excess of depreciation	26,688	11,605
Other timing differences	(2,880)	2,880
Other	(401)	
Adjustments to tax charge in respect of prior periods	(1,841)	
Current tax charge for the year *(see note above)*	68,387	142,254

Factors that may affect future tax charges

There were no factors that may affect future tax charges

9 Intangible fixed assets

	Goodwill £
Cost	
At 1 January 2006 and 31 December 2006	409,572
Amortisation	
At 1 January 2006	117,379
Charge for the year	20,400
At 31 December 2006	137,779
Net book value	
At 31 December 2006	271,793
At 31 December 2005	292,193

Notes to the financial statements
For the year ended 31 December 2006

10 Tangible fixed assets

	Heritable Property £	*Plant and machinery* £	*Motor vehicles* £	*Waste transfer station* £	*Total* £
Cost					
At 1 January 2006	710,333	5,550,821	125,278	111,489	6,497,921
Additions	63,161	406,657	17,364		487,182
At 31 December 2006	773,494	5,957,478	142,642	111,489	6,985,103
Depreciation					
At 1 January 2006	74,000	2,825,871	54,448	52,463	3,006,782
Charge for the year	15,304	734,776	20,225	5,574	775,879
At 31 December 2006	89,304	3,560,647	74,673	58,037	3,782,661
Net book value					
At 31 December 2006	684,190	2,396,831	67,969	53,452	3,202,442
At 31 December 2005	636,333	2,724,950	70,830	59,026	3,491,139

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows

	2006 £	*2005* £
Plant and machinery	917,004	1,628,708
Motor vehicles	21,748	28,997
	938,752	1,657,705

11 Stocks

	2006 £	*2005* £
Raw materials	628,093	628,227
Work in progress	184,886	
	812,979	628,227

Notes to the financial statements
For the year ended 31 December 2006

12. Debtors

	2006 £	2005 £
Trade debtors	1,213,283	1,368,390
Other debtors	95,760	61,936
Prepayments and accrued income	25,945	42,861
	1,334,988	1,473,187

13. Creditors: Amounts falling due within one year

	2006 £	2005 £
Bank loans and overdrafts	2,064,460	1,646,297
Net obligations under finance leases and hire purchase contracts	233,975	490,016
Trade creditors	372,504	372,206
Corporation tax	68,394	142,254
Social security and other taxes	188,105	232,803
Accruals and deferred income	143,364	148,475
	3,070,802	3,032,051

The bank loans and overdrafts are secured by a bond and floating charge over the whole assets of the company held by the Bank of Scotland The bank also holds a standard security over River Drive, Alness and Plot 3, Willowbank Road

14. Creditors: Amounts falling due after more than one year

	2006 £	2005 £
Bank loans	288,674	355,249
Net obligations under finance leases and hire purchase contracts	66,676	229,806
Share capital treated as debt (Note 17)	372,000	372,000
	727,350	957,055

Disclosure of the terms and conditions attached to the non equity shares are made in note 17

The bank loans are secured by a bond and floating charge over the whole assets of the company held by the Bank of Scotland. The bank also holds a standard security over River Drive, Alness and Plot 3, Willowbank Road

Notes to the financial statements
For the year ended 31 December 2006

14. Creditors: Amounts falling due after more than one year (continued)

Obligations under finance leases and hire purchase contracts, included above, are payable as follows.

	2006	*2005*
	£	*£*
Between one and five years	66,676	229,806

15 Deferred taxation

	2006	*2005*
	£	*£*
At 1 January 2006	317,795	213,363
(Released during)/charge for the year	(26,688)	104,432
At 31 December 2006	291,107	317,795

The provision for deferred taxation is made up as follows

	2006	*2005*
	£	*£*
Accelerated capital allowances	291,107	317,795

16. Accruals and deferred income

		Deferred government grants
	2006	*2005*
	£	*£*
Balance at 1 January	239,251	307,280
Received during year	28,491	
Released during year	(69,791)	(68,029)
	197,951	239,251

Notes to the financial statements
For the year ended 31 December 2006

17. Share capital

	2006 £	2005 £
Shares classified as capital		
Authorised		
371,248 A Ordinary Shares shares of £1 each	371,248	371,248
200,000 B Ordinary Shares shares of £1 each	200,000	200,000
	571,248	571,248
Allotted, called up and fully paid		
200,000 A Ordinary Shares shares of £1 each	200,000	200,000
200,000 B Ordinary Shares shares of £1 each	200,000	200,000
	400,000	400,000
Shares classified as debt		
Authorised		
372,000 Redeemable Preference Shares shares of £1 each	372,000	372,000
Allotted, called up and fully paid		
372,000 Redeemable Preference Shares shares of £1 each	372,000	372,000

The 7% redeemable preference shares, which were issued at par on 25 October 2002, are redeemable at the company's option in advance of the due date or at the dates set out below

Notes to the financial statements
For the year ended 31 December 2006

Redemption date

	Number of shares redeemable	
25 October 2007	75,000	
25 October 2008	75,000	
25 October 2009	75,000	
25 October 2010	75,000	
25 October 2011	72,000	
Total	372,000	

The preference shares carry a dividend of 7% per annum, payable annually on 25 October The dividend rights are cumulative

The preference shares have no voting rights On winding up of the company the preference shareholders have a right to receive, in preference to payments to ordinary shareholders, £1 per share plus any accrued dividend

18 Reserves

	Profit and loss account £
At 1 January 2006	501,573
Profit retained for the year	30,263
Dividends Equity capital	(36,300)
At 31 December 2006	495,536

19. Reconciliation of movement in shareholders' funds

	2006 £	*2005* £
Opening shareholders' funds	1,341,723	1,236,694
Profit for the year	30,263	129,029
Dividends	(36,300)	(24,000)
Closing shareholders' funds	1,335,686	1,341,723

Notes to the financial statements
For the year ended 31 December 2006

20. Net cash flow from operations

	2006 £	2005 £
Operating profit	310,637	611,808
Amortisation of intangible fixed assets	20,400	20,400
Depreciation of tangible fixed assets	775,879	735,164
Loss on disposal of tangible fixed assets		1,601
Increase in stocks	(184,752)	(23,385)
Decrease/(increase) in debtors	138,199	(461,164)
(Decrease)/increase in creditors	(33,657)	177,373
Government Grants	(57,154)	(68,029)
Net cash inflow from operations	969,552	993,768

21 Analysis of cash flows for headings netted in cash flow statement

	2006 £	2005 £
Returns on investments and servicing of finance		
Interest paid	(168,847)	(156,202)
Hire purchase interest	(69,828)	(79,891)
Net cash outflow from returns on investments and servicing of finance	(238,675)	(236,093)

	2006 £	2005 £
Capital expenditure and financial investment		
Purchase of tangible fixed assets	(393,309)	(570,915)
Sale of tangible fixed assets		501
Net cash outflow from capital expenditure	(393,309)	(570,414)

	2006 £	2005 £
Financing		
New secured loans		250,000
Repayment of loans	(65,837)	(123,680)
Repayment of finance leases	(513,044)	(556,221)
Net cash outflow from financing	(578,881)	(429,901)

Notes to the financial statements
For the year ended 31 December 2006

22. Analysis of changes in net debt

	1 January 2006	*Cash flow*	*Other non cash changes*	*31 December 2006*
	£	*£*	*£*	*£*
Cash at bank and in hand	3,129	(2,435)		694
Bank overdraft	(1,574,922)	(417,425)		(1,992,347)
	(1,571,793)	(419,860)		(1,991,653)
Debt:				
Finance leases	(719,822)	513,044	(93,873)	(300,651)
Debts due within one year	(71,375)	65,837	(66,575)	(72,113)
Debts falling due after more than one year	(727,249)		66,575	(660,674)
Net debt	(3,090,239)	159,021	(93,873)	(3,025,091)

23 Pension commitments

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24. Operating lease commitments

At 31 December 2006 the company had annual commitments under non cancellable operating leases as follows

	Land and buildings			*Other*
	2006	*2005*	*2006*	*2005*
	£	*£*	*£*	*£*
Expiry date:				
Between 2 and 5 years			3,156	3,156
After more than 5 years	24,000	24,000		