Registered number: 04428468

Buchen-ICS Limited

Annual Report and Financial Statements

For the year ended 31 December 2016

Buchen-ICS Limited

Company Information

Directors	P H J Van Der Schee P A Abdi
Registered number	04428468
Registered office	25b Northampton Road Scunthorpe South Humberside DN16 1UJ
Independent auditor	BDO LLP 55 Baker Street London W1U 7EU
Bankers	National Westminster Bank plc 11 Spring Gardens Manchester M60 2DB

Buchen-ICS Limited

Contents

Directors' report
For the year ended 31 December 2016

The directors present their report and the financial statements for the year ended 31 December 2016.

Directors' responsibilities statement

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the company's financial statements and then apply them consistently;
- make judgments and accounting 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activity

The principal activity of the company during the year was that of the provision of industry catalyst services.

Directors

The directors who served during the year were:

P H J Van Der Schee
P A Abdi

Going concern

The directors of the company's parent undertaking have confirmed they will provide financial support to the company for a period of at least twelve months from the date at which the balance sheet was signed. The accounts therefore have been prepared on a going concern basis.

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 28 February 2017 and signed on its behalf.

22/03/17

P A Abdi
Director

25b Northampton Road
Scunthorpe
South Humberside
DN16 1UJ

Independent auditor's report to the shareholders of Buchen-ICS Limited

We have audited the financial statements of Buchen-ICS Limited for the year ended 31 December 2016, set out on pages 5 to 16. The relevant financial reporting framework that has been applied in their preparation is the Companies Act 2006 and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the company's shareholders 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 shareholders 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 shareholders 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 on page 1, 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 Financial Reporting Council'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 company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on 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 2016 and of its 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, based on the work undertaken in the course of the audit, the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with those financial statements and this report has been prepared in accordance with applicable legal requirements.

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

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; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report or in preparing the directors' report.

BDO LLP

Marc Reinecke (senior statutory auditor)

for and on behalf of
BDO LLP

Statutory Auditors and Chartered Accountants

55 Baker Street
London
W1U 7EU

~~28 February~~ 2017 22. 3. 2017

Statement of income and retained earnings (incorporating a profit and loss account)
For the year ended 31 December 2016

	Note	2016 £	2015 £
Turnover	3	**1,983,424**	1,941,497
Cost of sales		**(1,184,019)**	(1,106,143)
Gross profit		**799,405**	835,354
Administrative expenses		**(1,149,973)**	(1,011,213)
Operating loss	4	**(350,568)**	(175,859)
Interest receivable and similar income		**-**	53
Interest payable and similar charges		**(45,142)**	(42,020)
Loss before tax		**(395,710)**	(217,826)
Tax on loss	9	**63,157**	42,876
Loss after tax		**(332,553)**	(174,950)
Retained earnings at the beginning of the year		**(289,183)**	(114,233)
Loss for the year		**(332,553)**	(174,950)
Retained earnings at the end of the year		**(621,736)**	(289,183)

The notes on pages 7 to 16 form part of these financial statements.

Buchen-ICS Limited
Registered number:04428468

Balance sheet
As at 31 December 2016

	Note		2016 £		2015 £
Fixed assets					
Tangible assets	11		**171,787**		276,483
			171,787		276,483
Current assets					
Stocks		**8,277**		3,879	
Debtors: amounts falling due within one year	12	**491,670**		367,532	
Cash at bank and in hand		**239,491**		58,400	
		739,438		429,811	
Creditors: amounts falling due within one year	13	**(1,482,961)**		(945,477)	
Net current liabilities			**(743,523)**		(515,666)
Total assets less current liabilities			**(571,736)**		(239,183)
Net liabilities			**(571,736)**		(239,183)
Capital and reserves					
Called up share capital			**50,000**		50,000
Profit and loss account			**(621,736)**		(289,183)
			(571,736)		(239,183)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 28 February 2017.

22/03/17
....
P A Abdi
Director

The notes on pages 7 to 16 form part of these financial statements.

1. General information

The company is incorporated in England and Wales. The registered office is 25b Northampton Road, Scunthorpe, South Humberside, DN16 1UJ.

The information in the company financial statements is included in the consolidated financial statements of Rethman AG & Co. KG, a company registered in Germany.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

The directors of the company's parent undertaking have confirmed that they will provide financial support to the company for a period of at least twelve months from the date at which the balance sheet was signed. The accounts therefore have been prepared on a going concern basis.

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from providing services is recognised in the period in which the services are provided when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due; and
- the costs incurred and the costs to complete the service can be measured reliably.

2.4 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the statement of income and retained earnings over its useful economic life.

2. Accounting policies (continued)

2.5 Tangible assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold improvements	- 33% straight line
Plant and machinery	- 20% - 33% straight line
Motor vehicles	- 33% straight line
Office equipment	- 33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of income and retained earnings.

2.6 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

2. Accounting policies (continued)

2.9 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the statement of income and retained earnings.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2. Accounting policies (continued)

2.11 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of income and retained earnings except when deferred in other comprehensive income as qualifying cash flow hedges.

2.12 Operating leases

Rentals paid under operating leases are charged to the statement of income and retained earnings on a straight line basis over the lease term.

2.13 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the statement of income and retained earnings, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Accounting policies (continued)

2.14 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.15 Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

3. Turnover

Analysis of turnover by country of destination:

	2016	2015
	£	£
United Kingdom	**1,116,486**	816,076
Rest of Europe	**866,937**	1,125,421
	1,983,423	1,941,497

4. Operating loss

The operating loss is stated after charging:

	2016	2015
	£	£
Depreciation of tangible assets	**157,635**	170,344
Amortisation of intangible assets, including goodwill	**-**	73,216
Exchange differences	**77,815**	17,727
Other operating lease rentals	**29,200**	29,200

5. Auditor's remuneration

	2016	2015
	£	£
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	**9,260**	7,200

6. Employees

Staff costs, including directors' remuneration, were as follows:

	2016 £	2015 £
Wages and salaries	**1,075,183**	1,081,826
Social security costs	**106,419**	98,619
	1,181,602	1,180,445

The average monthly number of employees, including directors, during the year was 20 (2015: 20).

7. Directors' remuneration

	2016 £	2015 £
Directors' emoluments	**92,129**	91,344

8. Interest payable and similar charges

	2016 £	2015 £
Other loan interest payable	**41,872**	40,540
Loans from group undertakings	**3,270**	1,480
	45,142	42,020

9. Taxation

	2016 £	2015 £
Corporation tax		
Adjustments in respect of previous periods	-	(5,428)
Total current tax	-	(5,428)
Deferred tax		
Origination and reversal of timing differences	**(63,157)**	(37,448)
Taxation on loss on ordinary activities	**(63,157)**	(42,876)

Factors affecting tax charge for the year

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 20% (2015: 20%).

10. Intangible assets

	Goodwill £
Cost	
At 1 January 2016	**219,646**
At 31 December 2016	**219,646**
Amortisation	
At 1 January 2016	**219,646**
At 31 December 2016	**219,646**
Net book value	
At 31 December 2016	-
At 31 December 2015	-

11. Tangible assets

	Leasehold improvements £	Plant and machinery £	Motor vehicles £	Office equipment £	Total £
Cost or valuation					
At 1 January 2016	**79,324**	**610,916**	**191,382**	**57,796**	**939,418**
Additions	**15,316**	**73,452**	**38,835**	**2,904**	**130,507**
Disposals	**-**	**(70,650)**	**(38,835)**	**-**	**(109,485)**
At 31 December 2016	**94,640**	**613,718**	**191,382**	**60,700**	**960,440**
Depreciation					
At 1 January 2016	**71,847**	**428,193**	**115,343**	**47,552**	**662,935**
Charge for the period on owned assets	**6,791**	**103,623**	**41,576**	**5,645**	**157,635**
Disposals	**-**	**(26,737)**	**(5,180)**	**-**	**(31,917)**
At 31 December 2016	**78,638**	**505,079**	**151,739**	**53,197**	**788,653**
Net book value					
At 31 December 2016	**16,002**	**108,639**	**39,643**	**7,503**	**171,787**
At 31 December 2015	7,477	182,723	76,039	10,244	276,483

12. Debtors

	2016 £	2015 £
Trade debtors	**280,106**	215,926
Amounts owed by group undertakings	**44,020**	37,466
Corporation tax recoverable	**5,336**	5,336
Other debtors	**10,420**	33,899
Prepayments and accrued income	**43,427**	29,701
Deferred taxation	**108,361**	45,204
	491,670	367,532

13. Creditors: Amounts falling due within one year

	2016	2015
	£	£
Bank overdraft	**732,409**	689,549
Trade creditors	**19,803**	26,224
Amounts owed to group undertakings	**635,655**	176,608
Other taxation and social security	**38,180**	-
Other creditors	**4,781**	9,878
Accruals and deferred income	**52,133**	43,218
	1,482,961	945,477

14. Secured creditors falling due within one year

The following liabilities under creditors falling due within one year are secured by the company:

	2016	2015
	£	£
Bank overdraft	**732,409**	689,549

The bank overdraft is secured under a guarantee dated 27 January 2014 between, fellow group company, Remondis AG & Co. KG, Luenen and Commerzbank Aktiengesellschaft.

15. Deferred taxation

	2016	2015
	£	£
At beginning of year	**45,204**	7,756
Charged to profit or loss	**63,157**	37,448
At end of year	**108,361**	45,204

The deferred tax asset is made up as follows:

	2016	2015
	£	£
Accelerated capital allowances	**(15,139)**	(15,139)
Tax losses carried forward	**123,500**	60,343
	108,361	45,204

16. Commitments under operating leases

At 31 December 2016 the company had future minimum lease payments under non-cancellable operating leases as follows:

	2016	2015
	£	£
Not later than 1 year	**32,200**	29,200
Later than 1 year and not later than 5 years	**128,800**	-
	161,000	29,200

17. Related party transactions

During the year the company traded with a number of group companies. Buchen-ICS GmbH is the immediate parent undertaking of Buchen-ICS Limited. All other companies disclosed are fellow subsidiaries of Buchen-ICS GmbH. The net amount due (to)/from group companies at the balance sheet date is as follows:

	2016	2015
	£	£
Buchen-ICS B.V.(NL)	**1,361**	6,926
Buchen UmweltService GmbH (DE)	**(617,930)**	(172,195)
Buchen-ICS GmbH (DE)	**(9,843)**	20,578
Buchen Industrial Services N.V	-	7,799
Buchen BVBA (BE)	-	(2,250)
Buchen ICS SARL (FR)	**30,207**	-
Buchen SA	**4,570**	-

The company has taken advantage of the exemption under FRS 102 of disclosing intra group transactions on the basis that the company is a wholly owned subsidiary within the group.

Included within other debtors is a loan to P A Abdi, a director, amounting to £34 (2015: £nil). The maximum outstanding balance during the year was £34 (2015: £458). No interest is charged on outstanding balances and there is no formal repayment structure in place.

18. Controlling party

The company is wholly owned by Buchen-ICS GmbH, a private company incorporated in Germany. At the current and preceding year ends the ultimate parent undertaking was Rethman AG & Co. KG, a private company incorporated in Germany.

19. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.