

**DIFFUSION ENVIRONMENTAL SYSTEMS  
LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE PERIOD ENDED 31 JULY 2016**

**REGISTERED NUMBER 04743023**

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## DIRECTORS' REPORT

The Directors present their annual report and the unaudited financial statements for the 16 months period ended 31 July 2016.

### Principal activity and results

During the period ended 31 July 2016, the company has not traded and received no income and incurred no expenditure. Consequently, the company has made neither a profit nor a loss during the period and had no recognised gains or losses. The cost of the annual return and the preparation of these accounts were borne by the immediate parent company, Energy Technique Limited without any right of reimbursement.

### Proposed dividend

The Directors do not recommend the payment of a final dividend (2015: *£Nil*).

### Directors

The Directors who served during the period were as follows:

Mr L A Stimpson  
Mr R M Unsworth (Resigned 23 December 2015)

No Director had any interest in the shares of the company at any time during the period.

### Audit

In accordance with Section 480 of the Companies Act 2006, the company was entitled to exemption from the requirement to have its financial statements for the financial period ended 31 July 2016 audited.

### Financial risk management objectives and policies

The company did not trade in either the current period or previous year. As a result the company does not have financial risk management objectives or policies.

### Directors' responsibilities

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable laws and regulations.

Company law requires the Directors to prepare financial statements for each financial period. 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 those financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

**DIRECTORS' REPORT**  
*continued*

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the Board



.....  
**Mr L A Stimpson**  
Director

47 Central Avenue  
West Molesey  
Surrey  
KT8 2QZ

Dated: 29 March 2017

**BALANCE SHEET**  
**at 31 July 2016**

	<i>Note</i>	<b>31 July 2016 £</b>	<b>31 March 2015 £</b>
<b>Current assets</b>			
Debtors	3	1	1
<b>Total assets less current liabilities</b>		<u>1</u>	<u>1</u>
<b>Capital and reserves</b>			
Called up share capital	4	1	1
<b>Shareholders' funds - equity</b>	5	<u>1</u>	<u>1</u>

The Directors:

- a) Confirm that the company was entitled to exemption, under Section 480 of the Companies Act 2006 relating to dormant companies, from the requirement to have its financial statements for the financial period ended 31 July 2016 audited.
- b) Confirm that members have not required the company to obtain an audit of its financial statements for the financial period in accordance with Section 476 of the Companies Act 2006.
- c) Acknowledge their responsibilities for:
  - i) ensuring that the company keeps accounting records which comply with Section 386 of the Companies Act 2006, and
  - ii) preparing financial statements which give a true and fair view for the state of the company as at the end of the financial period and of its profit or loss for the financial period in accordance with the requirements of Sections 394 and 395 of the Companies Act 2006 and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the company.

These financial statements were approved by the Board of Directors on 29 March 2017 and were signed on its behalf by:

  
 .....  
**Mr L A Stimpson**  
 Director

## NOTES TO THE FINANCIAL STATEMENTS

### 1 Principal accounting policies

#### *Basis of accounting*

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101) and the Companies Act 2006. The financial statements have been prepared under the historical cost convention. The company has not traded during the current or preceding financial period and consequently has incurred no profit or loss.

### 2 Directors' emoluments

No remuneration was received by any of the Directors who held office during the current period or preceding year in respect of their services as Directors of the company.

### 3 Debtors

	31 July 2016 £	31 March 2015 £
Amounts owed by parent undertaking	1	1

The loan to the parent company is interest free. The date of repayment has not yet been determined.

### 4 Called up share capital

	31 July 2016 £	31 March 2015 £
<b>Authorised</b>		
1,000 ordinary shares of £1 each	1,000	1,000
<b>Allotted and called up</b>		
1 ordinary share of £1 each	1	1

### 5 Reconciliation of movement in shareholders' funds

There was no movement in shareholders' funds during the current or preceding financial period.

### 6 Related party transactions

The Company has taken advantage of the exemption available under FRS 101 from the requirements in IAS 24 Related Party Disclosures not to disclose transactions with other wholly owned members of the Volution Group plc group ('the Group'), as 100% of the Company's voting rights are controlled within the Group and the Group financial statements, in which the Company is included, are publicly available.

## NOTES TO THE FINANCIAL STATEMENTS

*continued*

### **7 Controlling Parties**

The Company's immediate parent undertaking is Energy Technique Limited (formally Energy Technique plc).

As a result of a change of ownership of the company's parent undertaking during the period, the parent undertaking of the largest and smallest group for which consolidated financial statements are drawn up that include the results of the Company is Volution Group plc, a public company incorporated in England and Wales. Copies of the group financial statements of Volution Group plc are available from Fleming Way, Crawley, West Sussex RH10 9YX.

Prior to the acquisition and for the year ended 31 March 2015 the largest and smallest group for which consolidated financial statements were drawn up was Energy Technique plc.

The directors consider the ultimate parent and controlling party of the Company to be Volution Group plc.