

Registered number: 366927

EF Phillips & Sons Limited

Director's report and financial statements

for the year ended 31 December 2008

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EF Phillips & Sons Limited

Company information

Director

C Chapron

Company secretary

J Knight

Company number

366927

Registered office

SITA House
Grenfell Road
Maidenhead
Berkshire
SL6 1ES

EF Phillips & Sons Limited

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EF Phillips & Sons Limited

**Director's report
for the year ended 31 December 2008**

The director presents his report and the financial statements for the year ended 31 December 2008.

Principal activities and review of business

The company did not trade during the current or prior year.

Director

The director who served during the year was:

C Chapron

No director who held office on 31 December 2008 had an interest in the company's shares either during the financial year or at 31 December 2008.

This report was approved by the board on **13 OCT 2009** and signed on its behalf.



C Chapron
Director

EF Phillips & Sons Limited

**Balance sheet
as at 31 December 2008**

	Note	£000	2008 £000	£000	2007 £000
Current assets					
Debtors	3	2,719		2,719	
Creditors: amounts falling due within one year	4	(663)		(663)	
Net current assets			2,056		2,056
Total assets less current liabilities			2,056		2,056
Capital and Reserves					
Called up share capital	5		80		80
Profit and loss account			1,976		1,976
Shareholders' funds			2,056		2,056

For the year ended 31 December 2008 the company was entitled to exemption from audit under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The director acknowledges his responsibility for:

- (i) ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985 and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year, in accordance with the requirements of section 226 of the Act and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the company.

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

13 OCT 2009



C Chapron
Director

The notes on pages 3 to 4 form part of these financial statements.

EF Phillips & Sons Limited

Notes to the financial statements for the year ended 31 December 2008

1. Accounting policies

1.1 Basis of preparation of financial statements

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

2. Profit and loss account

The company has not traded during the year or the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit or loss.

3. Debtors

	2008 £000	2007 £000
Amounts owed by group undertakings	2,719	2,719

4. Creditors: Amounts falling due within one year

	2008 £000	2007 £000
Amounts owed to group undertakings	503	503
Share capital treated as debt (Note 5)	160	160
	<u>663</u>	<u>663</u>

Disclosure of the terms and conditions attached to the non-equity shares are made in note 5.

5. Share capital

	2008 £000	2007 £000
Shares classified as capital		
Authorised, allotted, called up and fully paid		
40,000 ordinary shares of £1 each	40	40
40,000 deferred ordinary shares of £1 each	40	40
	<u>80</u>	<u>80</u>
Shares classified as debt		
Authorised, allotted, called up and fully paid		
160,000 3.5% cumulative redeemable preference shares of £1 each	160	160

EF Phillips & Sons Limited

Notes to the financial statements for the year ended 31 December 2008

5. Share capital (continued)

The preference shares, which were issued at par, are redeemable at par at the option of the company at any time. They carry a dividend of 3.5% per annum, the rights to which have been waived by the holder.

The deferred ordinary shares carry no right to a dividend.

The preference shares and deferred ordinary shares carry no rights to vote at or attend meetings. The ordinary shareholders have the right to attend and vote at meetings of the company.

On a winding up of the company, the preference shareholders have a right to receive, in preference to any payments to the ordinary shareholders, £1 per share. The ordinary shareholders have a right to receive the sum of £1,000 per share in preference to the deferred ordinary shareholders. After payment to the deferred shareholders of the amount of £1 per share, any surplus is returned to the ordinary shareholders.

6. Related party transactions

Under the provisions of Financial Reporting Standard 8, the company is not required to disclose details of related party transactions with group entities as it is a wholly owned subsidiary, and the consolidated financial statements in which the company results are included are available to the public.

7. Ultimate parent undertaking and controlling party

At the year end the ultimate parent undertaking was GDF Suez SA, a company incorporated in France.

The largest group of which EF Phillips & Sons Limited Limited is a member and for which group financial statements are drawn up is that headed by GDF Suez SA, whose consolidated financial statements are available from 16 Rue de la Ville L'Eveque, Paris, France. The smallest such group is that headed by SITA Holdings UK Limited, a company registered in England & Wales. The consolidated financial statements of the SITA Holdings UK Limited Group may be obtained from SITA House, Grenfell Road, Maidenhead, Berkshire, SL6 1ES.

In the opinion of the directors, SITA Holdings UK Limited controls the company as a result of controlling 100% of the issued share capital of EF Phillips & Sons Limited. At the year end GDF Suez SA was the ultimate controlling party, being the ultimate controlling party of SITA Holdings UK Limited.

On 22 July 2008 the company's previous ultimate parent undertaking, Suez SA, merged with Gaz de France. Prior to the merger, Suez transferred its shareholding in SITA Holdings UK Limited's parent undertaking, Suez Environment UK Limited, held by its subsidiary Suez Environnement, to a new entity, Suez Environnement Company ("the Company") and distributed 65% of the Company's capital to Suez shareholders. After this distribution the merged GDF SUEZ held a 35.41% interest in the Company. On 22 July 2008 Suez Environnement Company shares were listed for trading on the Euronext Paris and Euronext Brussels stock exchanges.