

Registered number: 366927

## EF Phillips & Sons Limited

Directors' Report and Financial Statements

For the year ended 31 December 2006



**EF Phillips & Sons Limited**

**Company information**

<b>Directors</b>	C Chapron MR Gordon
<b>Secretary</b>	J Knight
<b>Company number</b>	366927
<b>Registered office</b>	SITA House Grenfell Road Maidenhead Berkshire SL6 1ES

**EF Phillips & Sons Limited**

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**EF Phillips & Sons Limited**

**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 company did not trade during the current or prior year

**Directors**

The directors who served during the year were

C Chapron (appointed 19 February 2007)

MR Gordon

IA Sexton (resigned 19 February 2007)

No director who held office on 31 December 2006 had an interest in the company's shares either during the financial year or at 31 December 2006

This report was approved by the board on 1 October 2007 and signed on its behalf



**C Chapron**  
Director

**EF Phillips & Sons Limited**

**Balance Sheet  
As at 31 December 2006**

	Note	£000	2006 £000	£000	2005 £000
<b>Current assets</b>					
Debtors	3	2,719		2,719	
Creditors: amounts falling due within one year	4	(663)		(663)	
<b>Net current assets</b>			<b>2,056</b>		<b>2,056</b>
<b>Total assets less current liabilities</b>			<b>2,056</b>		<b>2,056</b>
<b>Capital and Reserves</b>					
Called up share capital	5		80		80
Profit and loss account			1,976		1,976
<b>Shareholders' funds</b>			<b>2,056</b>		<b>2,056</b>

For the year ended 31 December 2006 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 directors acknowledge their responsibilities 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 1 October 2007



**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 2006**

**1. Accounting policies**

**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and are prepared 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**

	<b>2006</b>	<i>2005</i>
	<b>£000</b>	<i>£000</i>
Amounts owed by group undertakings	<u>2,719</u>	<u>2,719</u>

**4. Creditors:  
Amounts falling due within one year**

	<b>2006</b>	<i>2005</i>
	<b>£000</b>	<i>£000</i>
Amounts owed to group undertakings	<b>503</b>	<i>503</i>
Share capital treated as debt (Note 5)	<b>160</b>	<i>160</i>
	<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**

	<b>2006</b>	<i>2005</i>
	<b>£000</b>	<i>£000</i>
<b>Shares classified as capital</b>		
<b>Authorised, allotted, called up and fully paid</b>		
40,000 ordinary shares of £1 each	<b>40</b>	<i>40</i>
40,000 deferred ordinary shares of £1 each	<b>40</b>	<i>40</i>
	<u>80</u>	<u>80</u>
<b>Shares classified as debt</b>		
<b>Authorised, allotted, called up and fully paid</b>		
160,000 3 5% cumulative redeemable preference shares of £1 each	<b>160</b>	<i>160</i>

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

**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**

The ultimate parent undertaking is 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 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. Suez SA is the ultimate controlling party, being the ultimate controlling party of SITA Holdings UK Limited.