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Registration number 02833839

RSK STATS Limited
Directors' Report and Financial Statements
for the Year Ended 31 March 2012

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RSK STATS Limited
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The following pages do not form part of the statutory financial statements

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RSK STATS Limited
Company Information

Directors	F A Collie A A Ryder P S Stearns S G O Williams A H Marsh G W Tuckwell J S T Hodgkiss I Sims A B Grafton G T Jones J R Clark
Company secretary	S G Mills
Registered office	Spring Lodge 172 Chester Road Helsby Cheshire WA6 0AR
Bankers	HSBC Bank Plc 2-4 St Ann's Square Manchester M2 7HH
Auditors	Ross Brooke Limited Chartered Accountants and Registered Auditors 2 Old Bath Road Newbury Berkshire RG14 1QL

RSK STATS Limited
Directors' Report for the Year Ended 31 March 2012

The directors present their report and the financial statements for the year ended 31 March 2012

Directors' responsibilities

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 and apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable UK 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.

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.

Directors of the company

The directors who held office during the year are detailed on page 1, all of whom served throughout the year.

Principal activity

The Company is a subsidiary of RSK Group Plc, which offers multi-disciplinary environmental consultancy. The Company specialises in engineering, materials and environmental consultancy with allied technical services including environmental impact assessment and mitigation, site investigation, environmental surveys and assessment, geotechnical engineering, contaminated land risk assessment and remediation, structural investigation and materials testing, evaluation and advice, asbestos surveys and management, Legionella risk assessment and water hygiene management.

Disclosure of information to the auditors

Each director who held office at the date of approval of these financial statements confirms, so far as they are aware, that

- there is no relevant audit information of which the company's auditors are unaware, and
- we have taken all the steps that we ought to have taken as directors in order to make ourselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Approved by the Board on 14/12/12 and signed on its behalf by


S G Mills
Company secretary

**Independent Auditor's Report to the Members of
RSK STATS Limited**

We have audited the financial statements of RSK STATS Limited for the year ended 31 March 2012, set out on pages 4 to 16. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, 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 members 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities (set out on page 2), 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 Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/private.cfm.

Opinion on the 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 March 2012 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 the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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.


Ross Brooke Limited, Statutory Auditors

Michael Brooke FCA, Senior Statutory Auditor
For and on behalf of Ross Brooke Limited

Date

19/1/12

2 Old Bath Road
Newbury
Berkshire
RG14 1QL

RSK STATS Limited
Profit and Loss Account for the Year Ended 31 March 2012

		2012 £ 000 Discontinued (Note 2)	2011 £ 000 Discontinued (Note 2)
Turnover	3	1,117	2,688
Recharged expenses - other external charges		(522)	(701)
Net fee income		595	1,987
Staff costs	5	(311)	(1,059)
Depreciation and other amounts written off tangible and intangible fixed assets		(54)	(134)
Other operating charges		(248)	(664)
Operating (loss)/profit	4	(18)	130
(Loss)/profit on ordinary activities before taxation		(18)	130
Tax on (loss)/profit on ordinary activities	7	6	(36)
(Loss)/profit for the financial year	13	(12)	94

The company has no recognised gains or losses for the year other than the results above

RSK STATS Limited
Balance Sheet at 31 March 2012
Registration number 02833839

	Note	2012 £ 000	2011 £ 000
Fixed assets			
Tangible fixed assets	8	-	270
Current assets			
Debtors	9	-	881
Cash at bank and in hand		964	35
		964	916
Creditors Amounts falling due within one year	10	(706)	(904)
Net current assets		258	12
Total assets less current liabilities		258	282
Provisions for liabilities	11	-	(12)
Net assets		258	270
Capital and reserves			
Called up share capital	12	-	-
Share premium reserve	13	59	59
Profit and loss account	13	199	211
Shareholders' funds		258	270

These financial statements were approved and authorised for issue by the Board on 14/12/12 and signed on its behalf by



A A Ryder
Director

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

1 Accounting policies

Basis of preparation

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

The company is exempt from preparing a cash flow statement as 90% or more of the voting rights are held within the group and its parent company publishes a consolidated cash flow statement

Turnover

Turnover represents the value of goods and services provided during the year, net of value added tax

Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment

Depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows

Asset class	Depreciation method and rate
Laboratory equipment	15% reducing balance basis
Computer equipment	25% reducing balance basis
Office equipment	25% reducing balance basis
Motor vehicles	25% reducing balance basis

Deferred tax

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as required by FRS19

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse, based on the tax rates and law enacted at the balance sheet date

Long-term contracts

Profit on long-term contracts is taken as the work is carried out if the final outcome can be assessed with reasonable certainty. The profit included is calculated on a prudent basis to reflect the proportion of the work carried out at the year end, by recording turnover and related costs as contract activity progresses. Turnover is calculated as that proportion of total contract value which costs incurred to date bear to total expected costs for that contract. Revenues derived from variations on contracts are recognised only when they have been accepted by the customer. Full provision is made for losses on all contracts in the year in which they are first foreseen.

Foreign currency

Profit and loss account transactions in foreign currencies are translated into sterling at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the balance sheet date and the exchange differences are included in the profit and loss account.

Hire purchase and leasing

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term.

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

Pensions

The company contributes to a Group Personal Pension Plan and to employee's personal pension plans. Contributions are charged in the profit and loss account as they become payable. Differences between contributions payable in the year and contributions actually paid are shown either as other debtors or other creditors in the balance sheet.

Related party transactions

The company has taken advantage of exemptions conferred by Financial Reporting Standard 8 - Related Party Disclosures not to disclose transactions between wholly owned members of the same group.

2 Transfer of business

During the year the company transferred all of its trade, assets (excluding cash) and employees to RSK Environment Ltd, a fellow subsidiary of RSK Group Plc. Contracts that were ongoing at the transfer date are still operated by the company on behalf of RSK Environment Ltd.

3 Turnover

An analysis of turnover by geographical location is given below.

	2012 £ 000	2011 £ 000
Sales - UK	1,035	2,056
Sales - Europe	82	632
	<u>1,117</u>	<u>2,688</u>

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

... continued

4 Operating (loss)/profit

Operating (loss) / profit is stated after charging

	2012 £ 000	2011 £ 000
Hire of plant and machinery	5	10
Hire of other assets	-	27
Foreign currency losses	-	6
Loss on sale of tangible fixed assets	4	3
Depreciation - owned	44	116
Depreciation of assets under hire purchase	6	15

Operating (loss)/profit is stated after charging

In respect of the year ended 31 March 2012, the company's audit fees of £6,000 (2011 £6,000) have been met by RSK Group Plc, the company's ultimate parent company and recharged to the company as part of the management charges levied. The consolidated accounts of that company disclose remuneration receivable by the company and the group's auditors for all services provided.

5 Particulars of employees

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows

	2012 No.	2011 No.
Technical and professional	29	81
Management and administration	5	12
	34	93

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

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The aggregate payroll costs were as follows

	2012 £ 000	2011 £ 000
Wages and salaries	823	2,862
Social security costs	81	298
Staff pensions	20	88
Total costs of persons on payroll	924	3,248
Staff costs recharged to group companies	(613)	(2,189)
Total staff costs	311	1,059

6 Directors' remuneration

The directors' remuneration for the year was as follows

	2012 £ 000	2011 £ 000
Remuneration	203	592
Company contributions paid to money purchase schemes	20	60

In addition, the following amounts were paid to directors by other subsidiary companies, remuneration of £392,000, benefits in kind of £56,000, and pension contributions of £33,000

During the year the number of directors who were receiving benefits and share incentives was as follows

	2012 No.	2011 No.
Accruing benefits under money purchase pension scheme	10	10

In respect of the highest paid director

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

	2012 £ 000	2011 £ 000
Remuneration	65	61
Benefits under long-term incentive schemes (excluding shares)	4	6
Company contributions to money purchase pension schemes	<u>6</u>	<u>6</u>

7 Taxation

Tax on (loss)/profit on ordinary activities

	2012 £ 000	2011 £ 000
Current tax		
Group relief payable	6	57
Deferred tax		
Origination and reversal of timing differences	<u>(12)</u>	<u>(21)</u>
Total tax on (loss)/profit on ordinary activities	<u>(6)</u>	<u>36</u>

Factors affecting current tax charge for the year

Tax on (loss)/profit on ordinary activities for the year is higher than (2011 - higher than) the standard rate of corporation tax in the UK of 26% (2011 - 28%)

The differences are reconciled below

	2012 £ 000	2011 £ 000
(Loss)/profit on ordinary activities before taxation	<u>(18)</u>	<u>130</u>
Corporation tax at standard rate	(5)	36
Depreciation in excess of capital allowances	10	20
Loss on disposal of fixed assets	<u>1</u>	<u>1</u>
Total current tax	<u>6</u>	<u>57</u>

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

8 Tangible fixed assets

	Laboratory equipment £ 000	Computer equipment £ 000	Motor vehicles £ 000	Total £ 000
Cost or valuation				
At 1 April 2011	621	333	199	1,153
Additions	-	3	-	3
Disposals	(621)	(336)	(199)	(1,156)
At 31 March 2012	-	-	-	-
Depreciation				
At 1 April 2011	424	316	143	883
Charge for the year	29	8	13	50
Eliminated on disposals	(453)	(324)	(156)	(933)
At 31 March 2012	-	-	-	-
Net book value				
At 31 March 2012	-	-	-	-
At 31 March 2011	197	17	56	270

Hire purchase agreements

Included within the total net book value of tangible fixed assets is £nil (2011 - £41,000) in respect of assets held under the finance leases and similar hire purchase contracts. Depreciation for the period on these assets was £6,500 (2010 - £15,000)

9 Debtors

	2012 £ 000	2011 £ 000
Trade debtors	-	517
Amounts owed by group undertakings	-	204
Other debtors	-	7
Prepayments and accrued income	-	153
	-	881

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

10 Creditors Amounts falling due within one year

	2012 £ 000	2011 £ 000
Trade creditors	24	85
Obligations under finance lease and hire purchase contracts	-	15
Amounts owed to group undertakings	666	581
Other taxes and social security	7	168
Accruals and deferred income	9	55
	<u>706</u>	<u>904</u>

Creditors amounts falling due within one year includes the following liabilities

	2012 £ 000	2011 £ 000
Hire purchase liabilities	<u>-</u>	<u>15</u>

Obligations under finance leases and HP contracts

Amounts repayable

	2012 £ 000	2011 £ 000
In one year or less on demand	<u>-</u>	<u>15</u>

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

11 Provisions

	Deferred tax £ 000	Total £ 000
At 1 April 2011	12	12
Credited to the profit and loss account	(12)	(12)
At 31 March 2012	<u>-</u>	<u>-</u>

12 Share capital

Allotted, called up and fully paid shares

	31 March 2012		31 March 2011	
	No	£	No.	£
Ordinary shares of £0.10 each	<u>1,156</u>	<u>116</u>	<u>1,156</u>	<u>116</u>

13 Reserves

	Share premium reserve £ 000	Profit and loss account £ 000	Total £ 000
At 1 April 2011	59	211	270
Loss for the year	<u>-</u>	<u>(12)</u>	<u>(12)</u>
At 31 March 2012	<u>59</u>	<u>199</u>	<u>258</u>

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

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14 Reconciliation of movement in shareholders' funds

	2012 £ 000	2011 £ 000
(Loss)/profit attributable to the members of the company	(12)	94
Net (reduction)/addition to shareholders' funds	(12)	94
Shareholders' funds at start of period	270	176
Shareholders' funds at end of period	258	270

15 Pension schemes

Defined contribution pension scheme

The company contributes to a Group Personal Pension Plan and to employees' personal pension plans. The pension cost charge for the year represents contributions payable by the company to the plans and amounted to £20,000 (2011 - £88,000).

There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

16 Contingent liabilities

As part of RSK Group plc's banking facility a group set off and guarantee arrangement exists such that the company has guaranteed the obligations of Argus Environmental Ltd, Technical Editing Services Ltd, Building Sciences Ltd, RSK Project Services Ltd, RSK Carter Ecological Ltd, Azerbaijan Environment and Technology Centre Ltd, RSK STATS Environment Health & Safety Ltd, Envirolab Ltd, RSK Environment Ltd, RSK STATS Geoconsult Ltd, Structural Soils Ltd, RSK Remediation and Development Ltd, Remedx Ltd, RSK Land and Development Engineering Ltd, RSK (Ireland) Ltd, RSK Group Plc, RSK Radiological Ltd, RSK Environment LLC, RSK Training Ltd. At 31 March 2012, the net exposure to the group stood at £22,892,000 (2011 £23,779,000). Furthermore, a debenture has been issued by the company in favour of HSBC Bank plc.

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

17 Commitments

Operating lease commitments

As at 31 March 2012 the company had annual commitments under non-cancellable operating leases as follows

Operating leases which expire

	2012 £ 000	2011 £ 000
Land and buildings		
Within one year	<u>27</u>	<u>27</u>
Other		
Within one year	14	5
Within two and five years	<u>-</u>	<u>14</u>
	<u>14</u>	<u>19</u>

18 Going concern

The company has ceased trading and as such the accounts are prepared on a break-up basis

RSK STATS Limited

Notes to the Financial Statements for the Year Ended 31 March 2012

continued

19 Related party transactions

Transactions with group undertakings

During the year sales and purchases were made with the following companies that are either associates or subsidiaries not wholly owned within the group headed by RSK Group Plc

	Sales		Purchases	
	2012	2011	2012	2011
	£ 000	£ 000	£ 000	£ 000
RSK Land and Development Engineering Limited	<u>-</u>	<u>2</u>	<u>-</u>	<u>-</u>

At the year end the following balances were owed from or to other subsidiaries not wholly owned within the group headed by RSK Group Plc

	Owed from		Owed to	
	2012	2011	2012	2011
	£ 000	£ 000	£ 000	£ 000
RSK Çevre Hizmetleri Anonim Şirketi (Turkey)	<u>23</u>	<u>23</u>	<u>-</u>	<u>-</u>

20 Control

The company is a wholly owned subsidiary of RSK Group Plc, a company incorporated in England and Wales. A copy of the consolidated accounts is available from Companies House, Crown Way, Cardiff, CF14 3UZ