

**NORM SOLUTIONS LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**For the year ended 31 December 2011**

**Registered No: SC191748**



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**For the year ended 31 December 2011**

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**NORM SOLUTIONS LIMITED**  
**OFFICERS AND PROFESSIONAL ADVISERS**

<b>Directors</b>	R Grant KD MacIver CD Parker DH Taylor
<b>Registered Office</b>	Union Plaza 1 Union Wynd Aberdeen AB10 1DQ
<b>Secretary</b>	Paull & Williamsons LLP
<b>Independent Auditors</b>	PricewaterhouseCoopers LLP Chartered Accountants & Statutory Auditors 32 Albyn Place Aberdeen AB10 1YL
<b>Solicitors</b>	Paull & Williamsons LLP Union Plaza 1 Union Wynd Aberdeen AB10 1DQ
<b>Bankers</b>	HSBC Bank plc 2 Queens Road Aberdeen AB15 4ZT

# **NORM SOLUTIONS LIMITED**

## **DIRECTORS' REPORT**

**For the year ended 31 December 2011**

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2011. The directors' report has been prepared in accordance with the special provisions relating to small companies under section 415 (A) of the Companies Act 2006.

### **Business Review and Principal Activities**

The company is a joint venture between Enviroco Limited and John Lawrie (Aberdeen) Limited. The company established a facility during 2011, which was completed in April 2012, for the treatment of NORM (naturally occurring radioactive material) contaminated tubulars and sludges from the Oil and Gas industry.

The company did not trade during the year.

There have been no significant events since the balance sheet date.

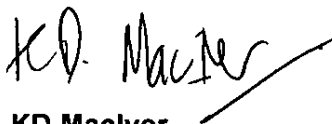
### **Directors**

The present membership of the Board is set out on page 1. There have been no changes to the directors during the year ended 31 December 2011.

### **Statement of disclosure of information to auditors**

So far as each director is aware, there is no relevant audit information of which the auditors are unaware. Each director has taken the appropriate steps as a director to make themselves aware of such information and to establish that the auditors are aware of it.

Approved by the Board and signed on its behalf by:



**KD MacIver**  
Director  
17 July 2012

## **NORM SOLUTIONS LIMITED**

### **STATEMENT OF 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 period. Under that law the directors have prepared 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 then 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;
- 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.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## **NORM SOLUTIONS LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NORM SOLUTIONS LIMITED**

We have audited the financial statements of Norm Solutions Limited for the year ended 31 December 2011 which comprise Profit and Loss Account, the Balance Sheet, and the related notes. 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).

#### **Respective responsibilities of directors and auditors**

As explained more fully in the Directors' Responsibilities Statement set out on page 3 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 Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### **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 annual report to identify material inconsistencies with the audited financial statements. 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 2011 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; or
- the directors were not entitled to take advantage of the small companies' exemption in preparing the Directors' Report.

  
Kevin Reynard (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Aberdeen  
17 July 2012

**NORM SOLUTIONS LIMITED**  
**PROFIT AND LOSS ACCOUNT**

**For the year ended 31 December 2011**

	Note	2011 £'000	2010 £'000
Administrative expenses		(178)	-
<b>OPERATING LOSS</b>	2	(178)	-
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(178)	-
Tax on loss on ordinary activities	4	-	-
<b>LOSS FOR THE FINANCIAL YEAR</b>	12	(178)	-

All of the company's activities relate to continuing operations.

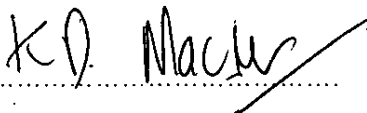
The company has no recognised gains and losses other than those included in the profit and loss account and therefore no separate statement of total recognised gains and losses has been presented.

# NORM SOLUTIONS LIMITED

## BALANCE SHEET AT 31 DECEMBER 2011

	Note	2011 £'000	2010 £'000
<b>FIXED ASSETS</b>			
Intangible assets	5	350	-
Tangible assets	6	539	-
		<u>889</u>	
<b>CURRENT ASSETS</b>			
Debtors	7	87	-
Cash at bank and in hand		45	-
		<u>132</u>	
<b>CREDITORS: Amounts falling due within one year</b>	8	(878)	-
<b>NET CURRENT ASSETS</b>		<u>(746)</u>	
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>143</u>	
<b>CREDITORS: Amounts falling due after more than one year</b>	9	(321)	-
<b>NET ASSETS</b>		<u>(178)</u>	
<b>CAPITAL AND RESERVES</b>			
Called up share capital	10	-	-
Profit and loss account	11	(178)	-
<b>TOTAL SHAREHOLDERS' DEFICIT</b>	12	<u>(178)</u>	

The financial statements on pages 5 to 12 were approved by the Board of Directors on 17 July 2012 and were signed on its behalf by:-

  
 KD MacIver  
 Director

# **NORM SOLUTIONS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2011**

### **1 ACCOUNTING POLICIES**

#### **Basis of Preparation**

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom.

The financial statements have been prepared on a going concern basis because Enviroco Limited and John Lawrie (Aberdeen) Limited have agreed to provide or procure sufficient funds as necessary to allow NORM Solutions Limited to continue its operations for at least 12 months from the date of issuing these financial statements.

#### **Cash Flow Statement**

The company has taken advantage of exemptions within FRS 1 "Cash Flow Statements (revised) 1996" and has not prepared a cash flow statement on the grounds that the company is a small company.

#### **Taxation**

Tax expense for the year comprises current tax and deferred tax.

Current tax is based on assessable profit for the year. Taxable profit differs from profit as reported in the income statement because it excludes or includes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that are enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

#### **Intangible Assets**

The company has capitalised goodwill in relation to start up and development costs incurred by one of the joint venture partners. These costs have been converted into a loan and the goodwill will be amortised in line with the repayments of this loan.

**NORM SOLUTIONS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 December 2011**

**1 ACCOUNTING POLICIES (CONTINUED)**

**Tangible Fixed Assets**

Tangible fixed assets are stated at cost less aggregate depreciation. Depreciation is provided on all tangible fixed assets, other than freehold land, at annual rates calculated to write off the cost on a straight line basis over the expected useful economic lives of the assets.

There was no depreciation charged during the current year. The company has a policy of commencing depreciation when assets are fully operational.

**2 OPERATING LOSS**

Operating profit is stated after charging:

	<b>2011</b> <b>£'000</b>	2010 £'000
Depreciation - owned assets	-	-
Operating lease rentals:		
Land and Buildings	<b>134</b>	-
	<u>          </u>	<u>          </u>

Auditors remuneration for the year totalled £3,500 (2010: £Nil) and has been borne by the Joint Venture partners.

**3 INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

The directors received no remuneration from the company during the current and preceding financial year. The company had no employees.

**4 TAXATION**

The company made a loss during the accounting year and subsequently has no corporation tax charge.

**NORM SOLUTIONS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**

For the year ended 31 December 2011

**5 INTANGIBLE ASSETS**

	<b>Goodwill £'000</b>
<b>Cost</b>	
At 1 January 2011	-
Additions in year	350
	<u>350</u>
<b>At 31 December 2011</b>	<u>350</u>
<b>Accumulated Amortisation</b>	
At 1 January 2011	-
Amortisation for year	-
	<u>-</u>
<b>At 31 December 2011</b>	<u>-</u>
<b>Net book value</b>	
<b>At 31 December 2011</b>	<b>350</b>
	=====
At 31 December 2010	-
	=====

**6 TANGIBLE FIXED ASSETS**

	<b>Short Leasehold Land &amp; Buildings £'000</b>	<b>Plant &amp; Equipment £'000</b>	<b>Total £'000</b>
<b>Cost or valuation</b>			
At 1 January 2011	-	-	-
Additions	340	199	539
	<u>340</u>	<u>199</u>	<u>539</u>
<b>At 31 December 2011</b>	<b>340</b>	<b>199</b>	<b>539</b>
<b>Accumulated Depreciation</b>			
At 1 January 2011	-	-	-
Charge for the year	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>
<b>At 31 December 2011</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Net book value</b>			
<b>At 31 December 2011</b>	<b>340</b>	<b>199</b>	<b>539</b>
	=====	=====	=====
At 31 December 2010	-	-	-
	=====	=====	=====

**NORM SOLUTIONS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
For the year ended 31 December 2011

**7 DEBTORS**

	2011 £'000	2010 £'000
Prepayments and accrued income	19	-
Other debtors	68	-
	<u>87</u>	<u>-</u>
	=====	=====

**8 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2011 £'000	2010 £'000
Trade creditors	9	-
Amounts owed to related parties	869	-
	<u>878</u>	<u>-</u>
	=====	=====

**9 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2011 £'000	2010 £'000
Amounts owed to related parties	321	-
	<u>321</u>	<u>-</u>
	=====	=====
<b>Split as follows:</b>		
Repayable 1-2 years	117	-
Repayable 2-5 years	204	-
	<u>321</u>	<u>-</u>
	=====	=====

**NORM SOLUTIONS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
For the year ended 31 December 2011

**10 CALLED UP SHARE CAPITAL**

	2011 £	2010 £
<b>Allotted called up and fully paid</b>		
100 ordinary X shares of £1 each	100	100
100 ordinary Y shares of £1 each	100	100
	<u>200</u>	<u>200</u>

**11 PROFIT AND LOSS ACCOUNT**

	2011 £'000
At 1 January 2011	-
Loss for the financial year	(178)
<b>At 31 December 2011</b>	<b>(178)</b>
	=====

**12 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT**

	2011 £'000	2010 £'000
Loss for the financial year	(178)	-
Opening shareholders' deficit	-	-
<b>Closing shareholders' deficit</b>	<b>(178)</b>	-
	<u>          </u>	<u>          </u>
	=====	=====

**NORM SOLUTIONS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 December 2011**

**13 CAPITAL COMMITMENTS**

	2011 £'000	2010 £'000
Commitments contracted for at year end	<u>869</u>	<u>-</u>

**14 OPERATING LEASE COMMITMENTS**

At 31 December 2011 the company had non-cancellable commitments under operating leases which will result in the following payments falling due in the next twelve months.

	Land & Buildings 2011 £'000	Land & Buildings 2010 £'000
<b>On leases which expire:</b>		
Within one year	-	-
Within two to five years	-	-
After five years	120	-
	<u>120</u>	<u>-</u>
	=====	=====

**15 RELATED PARTY TRANSACTIONS**

During the accounting year the company was advanced loans from joint venture partners Enviroco Limited and John Lawrie (Aberdeen) Limited of £420,000 and £770,000 respectively. At the year end no repayment of these loans had been made to either party.

Of the loans provided by John Lawrie (Aberdeen) Limited, £350,000 is to be paid back in 36 equal instalments commencing six months after the operational date. The remainder of the loans have no fixed repayment terms. All of the loans are interest free.

**16 ULTIMATE PARENT COMPANY**

The company is jointly managed and controlled by the parent companies Enviroco Limited (50%) and John Lawrie (Aberdeen) Limited (50%).