CARDIFF CITY TRANSPORT SERVICES LIMITED

Report and Financial Statements

31 March 2012

CARDIFF CITY TRANSPORT SERVICES LIMITED

REPORT AND FINANCIAL STATEMENTS 2012

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OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

G Aubrey

(non-executive)

P Bale

(non-executive) - appointed 21 June 2012

R Derbyshire

(non-executive) – appointed 21 June 2012 (non-executive) – appointed 21 June 2012

K Jones G A Mole

C Ogbonna

G S Payne

(non-executive)

B Thomas

(non-executive) - appointed 21 June 2012

A C Williams

(non-executive) - appointed 21 June 2012

SECRETARY

C Ogbonna

REGISTERED OFFICE

Leckwith Depot and Offices

Sloper Road

Leckwith

Cardiff

CF11 8TB

SOLICITORS

Hugh James

Hodge House

114-116 St Mary Street

Cardiff

CF10 1DY

Burges Salmon LLP

One Glass Wharf

Bristol

BS2 0ZX

AUDITOR

Deloitte LLP

Cardiff

DIRECTORS' REPORT

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

PRINCIPAL ACTIVITIES

The company was established in accordance with the Transport Act 1985, regulating transport undertakings wholly owned by municipal authorities. Cardiff City Council is therefore the only shareholder of Cardiff City Transport Services Limited. The company holds 100% of the share capital of Vale Busline Limited, a dormant company.

The principal activity of the company and the group is to provide road passenger transport services.

BUSINESS REVIEW

The financial year ended 31 March 2012 was a year of economic uncertainty. However, passenger numbers were in line with expectations.

The directors are satisfied with the financial and operational result for the year and believe that the group will continue to perform satisfactorily in the future.

The company's key measurements of the effectiveness of its operations are turnover and gross margin.

As shown in the company's consolidated profit and loss account on page 7, the company's turnover increased by 2.5% to £33,141,000 (2011 - £32,335,000). Gross profit increased to £1,792,000 (2011 - £1,538,000) showing an improvement in margin to 5.4% (2011 - 4.8%).

After an independent review by the company's insurers, the directors have released £283,000 (2011 - £196,000) from its self-insurance fund provision in relation to an excess of management's best estimate of the monetary liability, which has been netted off from the insurance cost disclosed within cost of sales.

Exceptional costs of £1,976,000 incurred during the year resulted in an operating loss of £767,000 (2011 – operating profit of £979,000) and loss after taxation for the financial year of £374,000 (2011 – profit of £573,000).

The consolidated balance sheet on page 9 of the financial statements shows that the company has net assets of £7,569,000 (2011 - £9,150,000).

Details of amounts owed to Cardiff City Council, the only shareholder, are shown in note 27 to the financial statements.

GOING CONCERN

At 31 March 2012, the group and company had cash of £1,547,000 (2011 - £2,096,000), and net assets of £7,569,000 (2011 - £9,150,000). The executive directors have considered the group's forecast and budgeted profit and associated cash flows for the foreseeable future. The directors have considered the facilities available to the group and believe that they can operate within the facilities available for the period of the cash flow forecast. Accordingly, the directors consider it is appropriate to adopt the going concern basis in the preparation of the company's financial statements.

DIVIDENDS AND TRANSFERS TO RESERVES

The directors paid a dividend of £450,000 in the financial year (2011 - £370,000). The retained (loss)/profit for the financial year has been transferred (from)/to reserves.

DIRECTORS' REPORT (continued)

PRINCIPAL RISKS AND UNCERTAINTIES

The company, like most other bus operators, is exposed to global fluctuations in fuel prices. The company continues to seek financial instruments that can be employed to lessen the impact on its operations of large movements in fuel prices (see note 26 for further detail).

The directors are satisfied that there are adequate internal control measures in the company. The company will continue investing in the forthcoming year (£860,000 in the current year) to upgrade its depot and vehicle fleet and attract new users to public transport. This should result in bus patronage within the Cardiff area remaining stable. The company remains committed to its core value of providing reliable, safe, high quality and affordable public transport to the citizens of Cardiff.

On 18 January 2011, 2 Travel Group Plc (in liquidation) issued a claim against Cardiff Bus for damages pursuant to section 47A of the Companies Act 1998 alleging that the actions of Cardiff Bus led to various losses including the failure of the 2 Travel business. The claim was a follow on action arising out of a decision of the Office of Fair Trading in which it was found that Cardiff Bus committed an infringement of the Chapter II prohibition contained in section 18 of the 1998 Act. Judgement in the claim brought by 2 Travel has now been handed down by the Competition Appeal Tribunal. The Tribunal awarded total damages to 2 Travel of £93,819 plus interest of 2% above base rate on a proportion of those damages (£33,819). Following the Tribunal's Judgement, the matter of the parties costs remain outstanding and will be determined by the Tribunal if not otherwise agreed between the parties.

Separate claims were also issued by three of 2 Travel's Group Plc's shareholders in the Competition Appeal Tribunal claiming their own losses arising out of the infringing conduct. These claims are currently stayed. The directors, having obtained legal advice, strenuously reject any grounds for these claims.

As required by law, the board of directors has had regard to the claims in setting the level of provisions in the accounts but the level provided (if any) in respect of these claims is not disclosed as it relates to matters that are the subject of legal proceedings currently before the Competition Appeal Tribunal.

The directors have considered the group's financial risk management objectives and policies and consider the most significant risk to be the pension deficit. The directors of the group are aware of this potential risk and are working with the trustees of the pension scheme, taking active steps to address the risk in the near future.

DIRECTORS

The directors of the company, who served throughout the financial year and subsequently, are set out on page 1. R Patel resigned as a non-executive director on 23 February 2012, J Aylwin, J L Dixon, R Foley and J Singh all resigned as non-executive directors on 3 May 2012 and J Carter resigned as a non-executive director on 30 July 2012. D Brown resigned as director on 6 July 2012.

DISABLED PERSONS

The company and the group have a policy of encouraging the employment of disabled persons wherever this is practicable and attempt to provide equal opportunities to disabled persons. The company and the group endeavour to ensure that disabled employees benefit from training and career development programmes, in common with all employees.

EMPLOYEE INVOLVEMENT

The company employs over 700 people (over 75% of whom are bus drivers). The Board is committed to maintaining and increasing the involvement of all employees in the successful development and operation of the company and the group. The company actively encourages project teams, process improvement groups, continuous learning including a comprehensive Certificate of Professional Competence (CPC) training programme for all drivers and associated staff, and personal and professional development to ensure that staff fulfil their full potential. The company has open communication channels with all its employees including the appointment of an Employee Director on the Board, a Joint Recognition Agreement strategic forum with trade union partners, a company intranct site and a periodic magazine. The company continues to work towards retaining and enhancing its Investors in People accreditation as well as improving the well-being and talents of all its employees.

DIRECTORS' REPORT (continued)

AUDITOR

In the case of each of the persons who are directors of the company at the date when this report is approved:

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware
 of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to continue in office as the company's auditor and a resolution for their reappointment will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors and signed on behalf of the Board

C Ogbonna Secretary

31 July 2012

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Annual 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 group and the company and of the profit or loss of the group 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; 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF CARDIFF CITY TRANSPORT SERVICES LIMITED

We have audited the financial statements of Cardiff City Transport Services Limited for the year ended 31 March 2012 which comprise the Consolidated Profit and Loss Account, the Consolidated Statement of Total Recognised Gains and Losses, the Consolidated Note of Historical Cost Profits and Losses, the Consolidated and Company Balance Sheets, the Consolidated Cash Flow Statement and the related notes 1 to 28. 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 member 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 member those matters we are required to state to it 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 member, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, 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.

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 group's and the parent 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 group's and the parent company's affairs as at 31 March 2012 and of the group's 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

David Hedditch (Senior statutory auditor) for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

Cardiff, United Kingdom

1 August 2012

CONSOLIDATED PROFIT AND LOSS ACCOUNT Year ended 31 March 2012

	Note	£'000	2012 £'000	£'000	2011 £'000
TURNOVER	2		33,141	2 000	32,335
Cost of sales			(31,349)		(30,797)
GROSS PROFIT			1,792		1,538
Administrative expenses - other Administrative expenses - exceptional		(840) (1,976)		(862)	1,550
			(2,816)	9	(862)
Other operating income	4		257		303
OPERATING (LOSS)/PROFIT	7		(767)		979
Interest receivable and similar income Interest payable and similar charges	5 6	566 (165)		372 (230)	
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			(366)		1.121
Tax charge on (loss)/profit on ordinary activities	8		(8)		(548)
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	21		(374)	,	573

CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES Year ended 31 March 2012

	2012 £'000	2011 £'000
(Loss)/profit for the financial year Actuarial loss recognised in the pension scheme UK deferred tax attributable to actuarial gains and losses	(374) (1,819) 358	573 (639) 82
Total recognised (losses) / gains since last annual report and financial statements	(1,835)	16

CONSOLIDATED NOTE OF HISTORICAL COST PROFITS AND LOSSES Year ended 31 March 2012

	2012 £'000	2011 £'000
(Loss)/profit on ordinary activities before taxation Difference between historical cost depreciation charge and the actual	(366)	1,121
depreciation charge for the year calculated on the revalued amount	183	168
Historical cost (loss)/profit on ordinary activities before taxation	(183)	1,289
Historical cost (loss)/profit for the year retained after taxation and dividends	(641)	371

CONSOLIDATED BALANCE SHEET 31 March 2012

	Note	£'000	2012 £'000	61000	2011
FIXED ASSETS		æ 000	£ 000	£'000	£'000
Tangible assets	11		18,417		19,254
CURRENT ASSETS					
Stocks	13	300		283	
Debtors	14	1,231		988	
Investments – bank deposits	15	2,591		2.923	
Cash at bank and in hand		1,547		2,096	
CREDITORS: amounts falling day		5,669		6,290	
CREDITORS: amounts falling due within one year	16	(5,643)		(4,851)	
NET CURRENT ASSETS					
NET CORRENT ASSETS			26		1,439
TOTAL ASSETS LESS CURRENT					
LIABILITIES			18,443		20,693
CREDITORS: amounts falling due after					
more than one year	17		(1,081)		(2,425)
PROVISIONS FOR LIABILITIES			25, 10		(2,123)
1 ROVISIONS FOR LIABILITIES	18		(3,446)		(3,317)
NET ASSETS EXCLUDING PENSION LIABIL	ITY		13,916	,	14,951
Pension liability	19		(6,347)		(5,801)
NET ASSETS INCLUDING PENSION LIABILI	TY		7.569		9,150
CAPITAL AND RESERVES		2		=	- 1.5 %
Called up share capital	20		1.610		
Revaluation reserve	20		4,618 3,807		4,618
FRS17 pension reserve	21		(6,347)		3.286
Profit and loss account	21		5,491		(5,801) 7,047
SHAREHOLDER'S FUNDS	21	i .	7,569	· -	9.150
The second secon	21	/=	7,309	=	9,130

The financial statements of Cardiff City Transport Services Limited, registered purpoer 2001229, were approved by the Board of Directors and authorised for issue on 31 July 2012.

C Ogborna

- Director

G A Mole - Director

COMPANY BALANCE SHEET 31 March 2012

	Note	£'000	2012 £'000	£'000	2011
FIXED ASSETS		a 000	2 000	2 000	£'000
Tangible assets	11		18,417		19,254
Investments	12		l		17,234
CUDDENT ACCOME			18,418		19,255
CURRENT ASSETS Stocks					(TO 10 MED 10 MATE)
Debtors	13	300		283	
	14	1,231		988	
Investments – bank deposits Cash at bank and in hand	15	2,591		2,923	
Cash at bank and in nand		1,547		2,096	
CREDITORS: amounts falling due		5,669		6,290	
within one year	16	(5,644)		(4,852)	
NET CURRENT ASSETS			25		1,438
TOTAL ASSETS LESS CURRENT LIABILITIE	ES		18,443		20,693
CREDITORS: amounts falling due after					
more than one year	17		(1,081)		(2,425)
PROVISIONS FOR LIABILITIES	18		(3,446)		(3,317)
NET ASSETS EXCLUDING PENSION LIABIL	ITY		13,916	ā	14,951
Pension liability	19		(6,347)		(5,801)
NET ASSETS INCLUDING PENSION LIABILI	TY		7,569	\- <u>-</u>	9,150
CAPITAL AND RESERVES		:8		=	
Called up share capital	20		4,618		4,618
Revaluation reserve	21		3,807		3.286
FRS17 pension reserve	21		(6,347)		(5,801)
Profit and loss account	21	-11	5,491		7,047
SHAREHOLDER'S FUNDS	21	-	7,569	-	9,150

The financial statements of Cardiff City Transport Services Limited, registered number 2001229, were approved by the Board of Directors and authorised for issue on

C Ogbonna

G A Mole - Director

CONSOLIDATED CASH FLOW STATEMENT Year ended 31 March 2012

	Note	£'000	2012 £'000	£'000	2011 £'000
Net cash inflow from operating activities	22		2,274		2,272
Returns on investments and servicing of finance					
Interest received Interest paid		17 (165)		32 (230)	
Net cash outflow from returns on investments and servicing of finance			(148)	·	(198)
Taxation Corporation tax (paid)/repaid		(193)		250	
Tax (paid)/repaid			(193)		250
Capital expenditure Payments to acquire tangible fixed assets Receipts from sale of tangible fixed assets		(1,100) 15		(3,544) 4	
Net cash outflow from capital expenditure			(1,085)		(3.540)
Equity dividends paid			(450)		(370)
Cash inflow/(outflow) before use of liquid resources and financing			398		(1,586)
Management of liquid resources			332		3,215
Financing Capital element of finance lease payments			(1,279)		(1,215)
(Decrease)/increase in cash in the year	24		(549)		414
Reconciliation of net cash flow to movement in net funds				r a	
(Decrease)/increase in cash in the year Net cash outflow from lease financing			(549)		414
Cash outflow from increase in liquid resources			1,279 (332)		1,215 (3,215)
Change in net funds resulting from cash flows			398	9-	(1,586)
Net funds at start of year			1,315	-	2,901
Net funds at end of year	24	:	1,713	=	1,315
				70	

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted, which have been applied consistently throughout the current and the prior financial year, are described below.

Accounting convention

The financial statements are prepared under the historical cost convention as modified by the revaluation of freehold land and buildings.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and its subsidiary undertaking.

Going concern

At 31 March 2012, the group and company had cash of £1,547,000 (2011 - £2,096,000) and net assets of £7,569,000 (2011 - £9,150,000). The executive directors have considered the group's forecast and budgeted profit and associated cash flows for the foreseeable future. The directors have considered the facilities available to the group and believe that they can operate within the facilities available for the period of the cash flow forecast. Accordingly, the directors consider it is appropriate to adopt the going concern basis in the preparation of the company's financial statements.

Tangible fixed assets and depreciation

No depreciation is provided on freehold land. For all other tangible fixed assets, except for some midibuses, depreciation is calculated to write down their cost or revalued amount on a straight-line basis over their estimated useful economic lives which are considered to be:

40 years on valuation

3-15 years on cost

Freehold buildings Fixtures and fittings, plant and machinery

Conventional buses and motor vehicles - 5-10 years on cost or 12 years on cost less

Midibuses 10 years on cost or

Midibuses - 10 years on cost or 12 years on cost less 10% residual value

Depreciation is charged from the month of purchase, except for vehicles which are depreciated from the month that they are introduced into service.

Individual freehold properties are revalued every year with the surplus or deficit on book value being transferred to the revaluation reserve, except that a deficit that exceeds any previously recognised surplus over depreciated cost relating to the same property, or the reversal of such a deficit, is charged (or credited) to the profit and loss account. A deficit that represents a clear consumption of economic benefits is charged to the profit and loss account regardless of any previous surplus. Where depreciation charges are increased following a revaluation, an amount equal to the increase is transferred annually from the revaluation reserve to the profit and loss account as a movement on reserves.

Investments

Investments held as fixed assets are stated at cost less any provision for impairment.

Leased assets

Assets held under finance lease and the related lease obligations are recorded in the balance sheet at the fair value of the leased assets at the inception of the leases. The amounts by which the lease payments exceed the recorded lease obligations are treated as finance charges which are amortised over each lease term to give a constant rate of charge on the remaining balance of the obligation.

1. ACCOUNTING POLICIES (continued)

Stocks

Stocks are stated at the lower of cost and net realisable value.

Provisions

Provision is made for outstanding insurance claims incurred at the balance sheet date.

Turnover and revenue recognition

Turnover is the amount derived from the provision of the passenger transport services falling within the company's ordinary activities after deduction of trade discounts and value added tax. Revenue is recognised in line with the period to which the service relates.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of these assets.

Pensions

The group operates two defined benefit funded pension schemes. The assets of the schemes are held separately from those of the group, being invested in third party professionally managed funds. The level of contributions made to the schemes and the cost of contributions included in the financial statements are based on the recommendations of independent actuaries. Both these schemes are now closed to new members.

The scheme assets are an estimate of the company's notional share of the total fund assets measured at market value at each balance sheet date and liabilities are measured using the projected unit method, discounted using a corporate bond rate. The company's notional share of assets is assumed to be invested in the same proportion as the fund as a whole in the different asset classes. The resulting pension scheme surplus or deficit is recognised immediately on the balance sheet, net of deferred tax where applicable, and any resulting actuarial gains or losses are recognised immediately in the statement of total recognised gains and losses. Further details are given in note 19.

The group also has a money purchase pension scheme for new employees. Pension costs charged to the profit and loss account represent the contributions payable by the group to the pension scheme during the year.

1. ACCOUNTING POLICIES (continued)

Derivative financial instruments

The company is exposed to price risk arising from fluctuations in oil prices and the company enters into energy hedges to fix the price of fuel. In the opinion of the Board of directors, there is no material exposure to price risk. The company does not hold derivatives for speculative purposes.

2. ANALYSIS OF TURNOVER, (LOSS)/PROFIT BEFORE TAXATION

The turnover and (loss)/profit before taxation is considered by the directors to arise from a single class of activity wholly within the United Kingdom.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2012 £'000	2011 £'000
Directors' emoluments	£ 000	£ 000
Remuneration	310	281
Pension contributions	33	29
	343	310
Number of directors who are members of a defined	No.	No.
benefit pension scheme	2	2
In respect of the highest said discount	£'000	£'000
In respect of the highest paid director Emoluments	110	
Pension contributions	112 15	104
3. 70 (CON) # 350(SS) #370(SS) \$ 1 To 1 To	13	14
There is no accrued pension entitlement in respect of the highest paid director.		
Employee costs during the year	£'000	£'000
Wages and salaries	10.075	
Social security costs	18,065	17,609
Other pension costs	1,409 1,699	1,320 1,721
	21,173	20,650
Assessed the second sec	No.	No.
Average number of persons employed Staff		
Traffic	82	80
Engineering	541	555
		85
	701	720
	-	

4. OTHER OPERATING INCOME

	Services to a respect to the control of the control		
		2012	2011
		£'000	£'000
	Advertising	161	125
	Rental income	23	22
	Workshop and garage	-	70
	Other	73	86
		257	303
5.	INTEREST RECEIVABLE AND SIMILAR INCOME		
		2012	2011
		2012 £'000	2011 £'000
		£ 000	£ 000
	Bank deposit interest	17	33
	Net return on pension scheme	549	339
		No. of the last of	
		566	372
6.	INTEREST PAYABLE AND SIMILAR CHARGES		
		2012	2011
		2012 £'000	2011 £'000
		£ 000	x 000
	Finance lease interest	165	230
7.	OPERATING (LOSS)/PROFIT		
		2012	2011
		£'000	£'000
	Operating (loss)/profit is arrived at after		
	charging/(crediting)		
	Exceptional costs – legal fees	1,976	9
	Impairment of fixed asset Depreciation of owned assets	485	
	Depreciation of owned assets Depreciation of assets held under finance lease	1,334	1,646
	Profit on sale of fixed assets	822	924
	Operating lease rentals – other	(15)	(4)
	Write-back of insurance provision	76	66
	p. O. I. D. I. D. O. I. D.	(283)	(196)
	Fees payable to the Company's auditors in respect of		
	- Audit of the annual accounts	18	18
	- Taxation compliance services	12	9
	- Taxation advisory services	4	-

As noted in the Directors' Report, the company has been involved in a legal dispute with 2 Travel Group Plc (in liquidation) which resulted in £1,976,000 of legal costs being incurred during the year in order to defend the case in front of the Competition Appeal Tribunal, the hearing of which was held in March 2012. These are deemed by the Board to be exceptional in nature.

8. TAX ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES

	2012 £'000	2011 £'000
Current taxation	≈ 000	2 000
United Kingdom corporation tax:		
Current tax on income for the year at 26% (2011 – 28%)	203	(249)
Adjustment in respect of prior years	-	78
m		
Total current tax	203	(171)
Deferred taxation	_	
Origination and reversal of timing differences	161	(48)
Deferred tax on pension deficit	(393)	(351)
Adjustment in respect of prior years	(13)	22
Effect of changes in tax rates	(34)	-
	(211)	(377)
Total tax charge on (loss)/profit on ordinary activities	(8)	(548)

The difference between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the (loss)/profit before tax is as follows:

	£'000	£'000
(Loss)/profit on ordinary activities before tax	(366)	1,121
Tax on (loss)/profit on ordinary activities before tax at 26% (2011 – 28%)	95	(314)
Factors affecting charge for the year		
Expenses not deductible for tax purposes	(274)	(459)
Capital allowances for the year in excess of depreciation	92	341
Movement in short-term timing differences	(123)	(120)
FRS17 pensions	340	289
Withdrawal of IBA allowances	-	4
Adjustment in respect of prior years	204	78
Loss carry back	(131)	
Marginal relief	<u>.</u>	10
Current tax credit/(charge) for the year	203	(171)

Deferred tax has not been provided on the revaluation of fixed assets. This tax will only become payable if the assets are sold and rollover relief is not obtained. The estimated amount of tax that would become payable in these circumstances is £914,000 (2011 - £855,000).

The reduction in corporation tax rate to 23% from 1 April 2013 will not materially affect the future tax charge.

9. DIVIDENDS

2012 £'000	2011 £'000
450	370
	977 (7007)

10. PROFIT OF PARENT COMPANY

As permitted by section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's loss for the financial year amounted to £374,000 (2011 – profit of £573,000).

11. TANGIBLE FIXED ASSETS

The Group and the Company	Freehold land and buildings £'000	Fixtures, fittings, plant and machinery £'000	Conventional buses and motor vehicles £'000	Midibuses £'000	Total
Cost or valuation		- 7274770			
At 1 April 2011	6,064	5.426	21,136	7,308	39,934
Additions	-	579	348	173	1,100
Disposals		-	(103)	-	(103)
At 31 March 2012	6,064	6.005	21,381	7,481	40,931
Depreciation					
At 1 April 2011	464	2.762	11,175	6,279	20,680
Charge for the year	269	393	1,178	316	2,156
Impairment	485	-	-	15 D.E.	485
Reversal on revaluation	(704)	·-	±7.	=	(704)
Disposals	-	-	(103)	**	(103)
At 31 March 2012	514	3,155	12,250	6,595	22,514
Net book value	13 - 14 - 14 - 14 - 14 - 14 - 14 - 14 -				
At 31 March 2012	5,550	2.850	9,131	886	18,417
At 31 March 2011	5,600	2.664	9,961	1.029	19,254
				20 To 4 company	

Comparable amounts determined according to the historical cost convention

The Group and the Company	Freehold land and buildings £'000	Fixtures, fittings, plant and machinery £'000	Conventional buses and motor vehicles £'000	Midibuses £'000	Total
Cost Accumulated depreciation	3,910 (2,169)	6.005 (3.155)	21,381 (12,250)	7,481 (6,595)	38,777 (24,169)
Net book value At 31 March 2012	1,741	2,850	9,131	886	14,608
At 31 March 2011	2,314	2,664	9,961	1,029	15,968

Included under conventional buses and midibuses are assets with a net book value at 31 March 2012 of £6,067,679 (2011 - £6,731,182) held under finance lease.

At 31 March 2012, the freehold land and buildings were valued at £5,550,000 by DTZ Debenham Tie Leung, chartered surveyors. The bus depot was valued based on depreciated replacement cost as it is considered a specialised property. The other site was valued at open market value.

12. INVESTMENTS

C 1 '11'	T	The Company		
Subsidiary undertaking	2012	2011		
Cost and net book value	£,000	£'000		
Shares in subsidiary undertaking	1	1		

The company's only wholly-owned dormant subsidiary, Vale Busline Limited, is registered in England and Wales.

In addition, the company owns 180 £1 ordinary shares in PTI Cymru Limited, a company incorporated in England and Wales. This represents an 18% holding in that company. Its principal activity is the operation of a call centre for Wales providing passenger information.

13. STOCKS

	The Group and the Company	
	2012 £'000	2011 £'000
Raw materials and consumables Derv fuel stocks	114 186	109 174
	300	283

14. DEBTORS

		The Group and	
	the G	Company	
	2012 £'000	2011 £'000	
Trade debtors	407	521	
Amounts owed by group undertakings	217	165	
Other debtors	413	267	
Corporation tax	143	=	
Prepayments	51	35	
	1,231	988	

15. CASH AT BANK AND IN HAND AND BANK DEPOSIT INVESTMENTS

Bank deposit investments includes £2,584,962 (2011 - £2,418,937) held in an escrow account against future insured liabilities. £2,591,089 (2011 - £2,923,096) is held in money market accounts that are not instant access.

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group	Company	Group	Company
	2012	2012	2011	2011
	£'000	£'000	£'000	£'000
Trade creditors Amounts owed to group undertakings	1,390	1.390	1,432	1,432
Obligations under finance lease	59	60	36	37
	1,344	1,344	1,279	1.279
Corporation tax	-	1 <u>4</u>	253	253
Other creditors including taxation and social security Accruals and deferred income	484	484	389	389
	2.366	2.366	1.462	1.462
	5,643	5.644	4,851	4.852

17. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

		Group and Company
	2012 £'000	2011 £'000
Obligations under finance lease	1,081	2,425
	£,000	£'000
Analysis of finance lease repayments		
Due within one year	1,344	1,279
Due between one and two years	925	1,344
Due between two and five years	156	1,081
	2,425	3,704

The obligations under finance lease are secured by the related leased assets.

18. PROVISIONS FOR LIABILITIES

The Group and the Company 2012 £'000	2011 £'000
±.′000	4''000
~ 000	~ 000
Deferred taxation	
Insurance provision	585
3,042	2,732
3,446	3,317
Chausa	
Charge to Balance at profit and Bala	
	nce at
	larch
2011 account	2012
£'000 £'000	£'000
Deferred taxation 585 (181)	404
The analysis of the deferred taxation provided in the financial statements is as follows:	
2012	2011
	£'000
	~ 000
Capital allowances in excess of depreciation 697	699
Other timing differences	
(293)	(114)
404	585

Insurance provision

The provision for insurance claims represents amounts payable by the company in respect of outstanding claims incurred at the balance sheet date. The amounts will become payable as claims are settled.

	Balance at 1 April 2011 £'000	Charged to profit and loss account	Release to profit and loss	Amounts paid £'000	Balance at 31 March 2012 £'000
Insurance provision	2,732	1,978	(283)	(1,385)	3,042

19. PENSIONS

The company operates its own pension scheme, the Cardiff City Transport Services Limited Pension Scheme, as well as contributing to the Cardiff and Vale of Glamorgan Pension Fund on behalf of employees who were formerly employed by the Cardiff City Council Transport Department. Both schemes provide benefits based on final pensionable pay and the assets of the schemes are held separately from those of the company. Company contributions are determined by a qualified actuary on the basis of triennial valuations. Since I August 2001, the Cardiff City Transport Services Limited Pension Scheme (final salary) has been closed to new members and a money purchase scheme has been introduced. The total costs charged in the profit and loss account for the money purchase scheme of £558,000 (2011 - £521,000) represents contributions payable during the year. At 31 March 2012, contributions of £76,000 (2011 - £60,000) due in respect of the current reporting period had not been paid over to the scheme.

Cardiff City Transport Services Limited Pension Scheme

The most recent actuarial valuation of the Cardiff City Transport Services Limited Pension Scheme, as required under section 224(2)(a) of the Pensions Act 2004, was carried out as at 1 April 2009. For the purpose of the valuation of the defined benefit section, it was assumed that the investment return on assets prior to pension liabilities coming into payment will be 2.5% per annum higher than the rate of future annual wage and salary growth and 3.5% per annum higher than the rate of future price inflation. The investment return for pension liabilities once in payment was assumed to be 2.5% higher than the rate of future price inflation.

The valuation showed that the total market value of the scheme's assets, net of members' AVCs, was £16.4m and that this value represented 66% of the value of the benefits that had accrued to members at the valuation date, after allowing for expected future increases in earnings and pensions.

The basic rate of company contributions required to meet the cost of defined benefits, without allowance for any recovery of deficit, was found to be 15.1% of members' pensionable pay from 1 April 2011. Employee contributions were payable in addition. For the majority of defined benefit section members, contributions were required at the rate of 5% of pensionable pay (a small number contribute at the lower rate of 4%).

Company and employee contributions for members of the defined contribution section are payable in accordance with the scheme rules.

An actuarial valuation was carried out on the Cardiff City Transport Services Limited Pension Scheme as at 31 March 2012 by a qualified independent actuary. The major assumptions used by the actuary were:

	At 31 March 2012	At 31 March 2011	At 31 March 2010
Rate of increase in salaries	3.9% per annum	4.2% per annum	4.2% per annum
Discount rate	4.9% per annum	5.6% per annum	5.7% per annum
Inflation assumption (RPI)	2.9% per annum	3.2% per annum	3.2% per annum
Pension increases	2.3% per annum	2.8% per annum	3.0% per annum
Inflation assumption (CPI)	2.3% per annum	2.8% per annum	n/a

Mortality assumption

The mortality assumptions are based on the PA92 mortality tables which allow for future mortality improvements. The assumptions are that a member aged 65 at the valuation date will live on average for a further 22.1 years if they are male and for a further 25.2 years if they are female. For a member who is 45 at the valuation date and retires at age 65 the assumptions are that they will live on average for a further 23.1 years after retirement if they are male and for a further 26.1 years after retirement if they are female.

19. PENSIONS (continued)

The assets in the fund and expected rates of return were:

	20	12	201	11	201	0
	Long-term expected return on assets	Fair value £'000	Long-term expected return on assets	Fair value £'000	Long-term expected return on assets	Fair value £'000
Equities Diversified growth Convertible bonds Bonds Cash	7.0% 6.8% 6.5% N/a 2.0%	9,197 8,217 7,614 - 100	8.0% 7.8% 7.5% N/a 2.0%	12,470 5,997 5,260	8.0% pa N/a N/a 5.0% pa 2.0% pa	16,337 - 4,025 1,049
		25,128		23,798		21,411
The net pension liabil	ity measured u	nder FRS17 co	mprised the foll	owing: At 31 March 2012 £'000	At 31 March 2011 £'000	At 31 March 2010 £'000
Total market value of Present value of scher				25,128 (25,239)	23,798 (24,719)	21,411 (23,724)
Net FRS17 scheme de	eficit			(111)	(921)	(2,313)
				At 31 March 2012 £'000	At 31 March 2011	At 31 March 2010
Analysis of amount c (loss)/profit	harged to ope	rating		2 000	£'000	£'000
Current service cost ar	nd total operation	ng charge		(709)	(760)	(494)
Analysis of amount c interest receivable/(redited/(charg (payable)	ged) to				
Expected return on per Interest on pension sch	nsion scheme a	ssets		1,873 (1,384)	1,689 (1,360)	1,160 (1,161)
Net finance income/(cl	harge)			489	329	(1)

19. PENSIONS (continued)

Analysis of amount recognised in statement of total recognised gains and losses

A ctual return I	At 31 March 2012 £'000	At 31 March 2011 £'000	At 31 March 2010 £'000
Actual return less expected return on pension assets	000 L 00		
Changes in financial assumptions	(826)	211	4,245
underlying the scheme assets/(liabilities)	867	630	(5,022)
Actuarial gain/(loss) recognised in statement of total			
recognised gains and losses	41	841	(777)
Movements in scheme deficit during the year			
At 1 April Movement in year:	(921)	(2,313)	(3,127)
Total operating charge – current service charge	(709)	(760)	(494)
Contributions	989	982	2,086
Net finance income/(charge)	489	329	(1)
Actuarial gain/(loss) in statement of total recognised gains and losses	41	841	(777)
At 31 March	(111)	(921)	(2,313)

Cardiff and Vale of Glamorgan Pension Fund

Cardiff Bus also participates in the Local Government Pension Scheme, which is a defined benefit scheme based on final pensionable salary.

The latest complete minimum funding requirement valuation of the Cardiff and Vale of Glamorgan Pension Fund was made as at 31 March 2010.

The result of this valuation revealed that the company's required contributions to this scheme in respect of its employees who are members will be 22.3% of pensionable pay from 1 April 2011 continuing into 2013/14. In addition to this rate, Cardiff City Transport Services Limited is required to pay £521,000 per annum.

19. PENSIONS (continued)

The most recent completed valuation was carried out as at 31 March 2010, and has been updated by independent actuaries to the Cardiff and Vale of Glamorgan Pension Fund (the Fund) to take account of the requirements of FRS17 in order to assess the liabilities of the Fund as at 31 March 2012. Liabilities are valued on an actuarial basis using the projected unit method which assesses the future liabilities discounted to their present value.

The company's contribution rate over the accounting period was 22.3% of pensionable pay plus a monetary amount of £521,000. The contribution rates certified for the company at the 31 March 2010 valuation are as follows:

April 2011 to March 2014 22.3% of pensionable pay plus £521,000

These figures include the past service element of the contribution rate.

The scheme is now closed to the company's employees and the company's condition of continued participation is to pay contributions as required.

The main assumptions used for the purposes of FRS17 are as follows:

	At 31 March 2012	At 31 March 2011	At 31 March 2010
Rate of increase in salaries	3.9%	4.2%	4.1% pa
Discount rate	4.9%	5.6%	5.7% pa
Rate of increase to pensions in payment	2.3%	2.8%	2.9% pa
Rate of increase to deferred pensions	2.3%	2.8%	3.1% pa
Rate of inflation (RPI)	2.9%	3.2%	3.1% pa
Rate of inflation (CPI)	2.3%	2.8%	n/a

Mortality assumption

The mortality assumptions are based on standard mortality tables which allow for future mortality improvements. The assumptions are that a member currently aged 65 will live on average for a further 22.2 years if they are male and for a further 25.3 years if they are female. For a member who is currently 45 and retires at age 65 the assumptions are that they will live on average for a further 23.2 years after retirement if they are male and for a further 26.1 years after retirement if they are female.

The assets in the fund and expected rates of return were:

	2012		2011		2010	
	Long-term expected return on assets	Fair value £'000	Long-term expected return on assets	Fair value £'000	Long-term expected return on assets	Fair value £'000
Equities	8.1%	15,264	8.4% pa	15.829	8.0% pa	14,421
Government bonds	3.1%	1,630	4.4% pa	1.038	5.0% pa	961
Corporate bonds	3.7%	1,863	5.1% pa	2.373	5.0% pa	2.453
Property	7.6%	1,334	7.9% pa	890	8.0% pa	804
Cash	1.8%	275	1.5% pa	233	2.0% pa	177
Other assets	8.1%	804	8.4% pa	827	8.0% pa	804
		21,170		21.190		19,620

19. PENSIONS (continued)

The net pension liability measured under FRS17 comprised the following:

	At 31 March 2012 £'000	At 31 March 2011 £'000	At 31 March 2010 £'000
Total market value share of assets Present value of scheme liabilities	21,170 (29,410)	21,190 (28,110)	19,620 (25,540)
Net FRS17 scheme deficit	(8,240)	(6,920)	(5,920)
Analysis of amount charged to operating	At 31 March 2012 £'000	At 31 March 2011 £'000	At 31 March 2010 £'000
(loss)/profit			
Current service cost	(420)	(430)	(360)
Total operating charge	(420)	(430)	(360)
Analysis of amount credited/(charged) to interest receivable/(payable)			
Expected return on pension scheme assets Interest on pension scheme liabilities	1,610 (1,550)	1,450 (1,440)	920 (1,410)
Net finance income/(charge)	6()	10	(490)
Analysis of amount recognised in statement of total recognised gains and losses Actual return less expected return on pension (liabilities)/assets			
Changes in financial assumptions underlying the	(1,140)	240	3,980
scheme liabilities	(720)	(1,720)	(3,280)
Actuarial (loss)/gain recognised in statement of total recognised gains and losses	(1,860)	(1,480)	700
Movements in scheme deficit during the year			
At 1 April Movement in year:	(6,920)	(5,920)	(6,700)
Total operating charge Contributions Net finance income/(charge)	(420) 900 60	(430) 900 10	(360) 930 (490)
Actuarial (loss)/gain in statement of total recognised gains and losses	(1,860)	(1,480)	700
At 31 March	(8,240)	(6,920)	(5,920)
	-		

19. PENSIONS (continued)

20.

The total net pension liability measured under FRS17 for both schemes is as follows:

incusared under 1 RS17 for both selic	ines is as tollows.	
The Group and the Company	2012	2011
	£'000	£'000
Cardiff City Transport Scheme	111	921
Cardiff and Vale of Glamorgan Pension Fund	8.240	6,920
Deferred tax asset	(2,004)	(2,040)
Total	6,347	5,801
CALLED UP SHARE CAPITAL		
The Group and the Company	2012	2011
	£'000	£'000
Allotted, called up and fully paid		
4,618,100 ordinary shares of £1 each	4.618	4.618

21. COMBINED STATEMENT OF MOVEMENT IN SHAREHOLDER'S FUNDS AND STATEMENT OF MOVEMENTS ON RESERVES

The Group and the Company	Issued share capital £'000	Revaluation reserve £'000	FRS17 pension reserve £'000	Profit and loss account £'000	Total 2012 £'000	Total 2011 £'000
At the beginning of the year	4,618	3,286	(5,801)	7,047	9,150	9,504
(Loss)/profit for the financial year	=	:=:	-	(374)	(374)	573
Actuarial loss (net of deferred tax asset) Net pension costs recognised in the profit	-	-	(1,461)	¥	(1,461)	(557)
and loss account Transfer of additional depreciation on residual		57 <u>20</u> 45 1	915	(915)	. .	·*
asset	~	(183)		183	_	
Revaluation uplift		704	-	-	704	-
Dividends	-			(450)	(450)	(370)
At the end of the year	4,618	3,807	(6,347)	5,491	7,569	9,150

22. RECONCILIATION OF OPERATING (LOSS)/PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

			2012 £'000	2011 £'000
	Operating (loss)/profit Depreciation Impairment of fixed assets		(767) 2,156 485	979 2,570
	(Increase)/decrease in stocks		(17)	24
	Increase in debtors Increase/(decrease) in creditors		(100)	(12)
	Adjustment for pension funding		1,292	(592)
	Profit on sale of fixed assets		(760) (15)	(693)
			(13)	(4)
	Net cash inflow from operating activities		2,274	2,272
23.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN T	THE CASH I	FLOW STATE	EMENT
			2012	2011
	Management of liquid resources		£'000	£'000
	Cash placed on short-term deposit		2,591	2,923
	,		2,371	
24.	ANALYSIS OF NET FUNDS			
		At 1 April	Cash	At 31 March
		2011	flow	2012
		£,000	£'000	£'000
	Coharbalatin			
	Cash at bank and in hand Current asset investment	2,096	(549)	1,547
	Current asset investment	2,923	(332)	2,591
		5,019	(881)	4,138
	Finance leases	(3,704)	1.279	(2,425)
		1,315	398	1,713
25.	CAPITAL COMMITMENTS			
	Operating lease commitments			
			2012 Land and buildings £'000	2011 Land and buildings £'000
	Annual commitments which expire:			19290
	Within one year Between two and five years		70	66
	25 The did five jours		76	-

26. DERIVATIVE FINANCIAL INSTRUMENTS

The company previously entered into energy hedges to fix the price of fuel. At 31 March 2012, the company had no open contracts to buy fuel.

At 31 March 2011, the company was contracted to buy 2,400 metric tonnes of fuel at £527.50 per tonne until August 2011. As at 31 March 2011, the fair value was considered to be a liability of £257.616.

27. RELATED PARTY TRANSACTIONS

During the year, the group received £10,879,020 (2011 - £10,697,112) from Cardiff City Council (£9,594,711 of which was received under the WAG Across Wales Over 60 Free Travel scheme; 2011 - £9,023,494) and incurred trading expenses of £165,335 (2011 - £130,621). At 31 March 2012, there was a balance of £217,142 (2011 - £165,222) owed by Cardiff City Council and a balance of £58,854 (2011 - £34,486) owed to Cardiff City Council.

During the year, the group received £12,754 (2011 - £13,299) from PTI Cymru Limited for the rent of a call centre in Cardiff and in turn was charged £16,873 (2011 - £16,674) in respect of calls handled. At 31 March 2012, there was a net balance of £1,402 (2011 - £1,970) owed by Cardiff City Transport Services Limited to PTI Cymru Limited.

28. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is Cardiff City Council.