

Norit (UK) Holding Limited
Report and Financial Statements
For the year ended 30 September 2018

Registered Number SC402921



Norit (UK) Holding Limited

Annual report for the year ended 30 September 2018

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Norit (UK) Holding Limited

Directors and advisers for the year ended 30 September 2018

Directors

B.P. Genemans

M Maloney

D Chrystall

Company Secretary

J Chen

Independent Auditor

Deloitte LLP

Statutory Auditor

110 Queen Street

Glasgow

G1 3BX

Solicitors

Eversheds LLP

1 Callaghan Square

Cardiff

United Kingdom

CF10 5BT

Registered office

45 Clydesmill Place

Cambuslang Industrial Estate

Glasgow

United Kingdom

G32 8RF

Norit (UK) Holding Limited

Strategic report for the year ended 30 September 2018

Principal activities

Norit (UK) Holding's (the "company") principal activity is that of a financial investment holding company.

Business Review

The principal activities of the company are that of a financial investment holding company.

The company recorded a loss after tax for the year ended 30 September 2018 of £2.4m (2017: loss of £2.3m). Net liabilities as at 30 September 2018 are £5.3m (2017: net liabilities of £2.9m). The increase in loss before tax of £0.2m is due to higher interest charges this year £2.4m (2017: £2.2m).

Key performance indicators

The company's key performance indicator is the carrying value of investments in its subsidiaries. The subsidiaries have traded profitably which supports the carrying value of the investment.

Principal risks and uncertainties

The company's principal risks and uncertainties relate to the carrying value of its investments in subsidiaries. The company carries out annual impairment reviews with reference to the trading projections of subsidiaries to monitor the risk of impairment.

The company's principal financial assets are amounts owed by group undertakings. The company periodically assesses the strength of its subsidiaries with reference to their net asset position and profitability.

The company's principal financial liabilities are amounts owed to group undertakings. The company looks to manage this risk by ensuring that total current assets exceed current liabilities. At this level there is a financial risk from changes in FX rates which has caused the company to go in to a negative balance sheet position on revaluation of the loan to the functional currency of Norit (UK) Holding Limited. However at a higher level this is not a risk to the parent company whose functional currency is that of the loan, Euros. So this loss is effectively mitigated at the next level in the hierarchy of Cabot Corporation as a whole.

Financial risk management objectives

The company's activities expose it to a limited number of financial risks including credit risk, cash flow risk, foreign exchange risk and liquidity risk.

Cash flow risk

The company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. Cabot Corporation uses foreign exchange forward contracts and interest rate swap contracts to hedge these exposures.

Credit risk

The company's credit risk is primarily attributable to its investment. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

Norit (UK) Holding Limited

Strategic report for the year ended 30 September 2018 (continued)

Foreign exchange risk

The long term loan owed to group undertaking, is in euros. The foreign exchange impact is assessed annually for the UK statutory reporting purpose. The Brexit will bring significant uncertainty in terms of FX rate movements. However it is expected the FX gain and loss will be offset between the lender and borrower at a high level.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for on-going operations and future developments, the company uses Group debt finance in the form of a loan with the parent and a revolving loan with all subsidiaries but the company is currently a net borrower in this arrangement.

Future developments

The company expects to continue as an investment holding company for the foreseeable future.

Approved by the board on 25th June 2019 and signed on behalf of the board by



D Chrystall
Director

Norit (UK) Holding Limited

Directors' report for the year ended 30 September 2018

The directors present their annual report and the audited financial statements of the company for the year ended 30 September 2018.

Results and dividends

The result for the year is presented in the profit and loss account is set out on page 10 and the balance sheet on page 11.

The directors do not recommend the payment of a dividend (2017: £nil).

Events after post balance sheet date

There were no significant events after the balance sheet date.

Going concern

The directors have a reasonable expectation that the company will have adequate resources to continue in operational existence for the foreseeable future. There are assurances and commitments in place from the ultimate parent company that there will be support available if required given the net liability position of the company at present. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Directors and their interests

The results for the year to 30 September 2018 are set out in the Profit and Loss account on page 10.

Directors' indemnity and insurance

Pursuant to the company's articles of association, the directors were throughout the year to 30 September 2018 and are at the date of this report entitled to a qualifying indemnity provision as defined in section 236 of the Companies Act 2006.

Political contributions

No political donations were made by the company during the year.

Future developments and Financial Risk Management

Future developments and financial risk management are discussed within the Strategic report on pages 2 and 3.

Norit (UK) Holding Limited

Directors' report for the year ended 30 September 2018 (continued)

Auditor

- Each of the persons who is a director at the date of approval of this report confirms that when this report was approved: so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the director has taken all the steps that he ought to have taken as a director in order 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 provision of s418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements are being made for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board and signed on its behalf by:



D Chrystall
Director
25th June 2019

Norit (UK) Holding Limited

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), including FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland." 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 judgments 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.

Norit (UK) Holding Limited

Independent auditor's report to the members of Norit (UK) Holding Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Norit (UK) Holding Limited (the 'company') which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 11.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate;
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Norit (UK) Holding Limited

Independent auditor's report to the members of Norit (UK) Holding Limited (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Norit (UK) Holding Limited

Independent auditor's report to the members of Norit (UK) Holding Limited (continued)

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.

Use of our report

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.

David Crawford

David Crawford (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Glasgow, United Kingdom
26th June 2019

Norit (UK) Holding Limited

Profit and Loss Account for the year ended 30 September 2018

	Note	Year ended 30 September 2018 £	Year ended 30 September 2017
Interest payable and similar charges	4	(2,361,649)	(2,178,032)
Loss on intercompany loan revaluation	5	(502,735)	(537,787)
Loss before taxation		(2,864,384)	(2,715,819)
Tax on loss	6	476,204	463,376
Loss for the financial year		(2,388,180)	(2,252,443)

Total expense attributable to equity shareholders of the company. All of the company's activities are continuing operations.

There is no difference between the loss on ordinary activities before taxation and the loss for the financial year stated above, and their historical cost equivalents.

There is no statement of comprehensive income as there is no difference between loss for the year and comprehensive expense.

The notes on pages 13 to 20 form an integral part of these financial statements

Norit (UK) Holding Limited

Balance sheet at 30 September 2018

	Note	30 September 2018 £	30 September 2017 £
Fixed assets			
Investments	7	29,125,135	29,125,135
Current assets			
Debtors	8	1,947,975	1,471,771
		31,073,110	30,596,906
Creditors: amounts falling due within one year	9	(36,365,346)	(33,500,962)
Net current liabilities		(5,292,236)	(2,904,056)
Net liabilities		(5,292,236)	(2,904,056)
Capital and reserves			
Called-up share capital	10	1,982,129	1,982,129
Share premium account		17,838,370	17,838,370
Profit and loss account		(25,112,735)	(22,724,555)
Total shareholder's deficit		(5,292,236)	(2,904,056)

The accompanying notes on pages 13 to 20 form an integral part of these financial statements.

The financial statements of Norit (UK) Holding Limited (registered number SC402921) were approved by the board of directors and authorised for issue on 25th June 2019. They were signed on its behalf by:



D Chrystall
Director

Norit (UK) Holding Limited

Statement of changes in equity For the year ended 30 September 2018

	Called-up share capital £	Share premium £	Profit and loss account £	Total £
At 1 October 2016	1,982,129	17,838,370	(20,472,112)	(651,613)
Loss for the financial year	-	-	(2,252,443)	(2,252,443)
At 30 September 2017	1,982,129	17,838,370	(22,724,555)	(2,904,056)
Loss for the financial year	-	-	(2,388,180)	(2,388,180)
At 30th September 2018	1,982,129	17,838,370	(25,112,735)	(5,292,236)

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

1 Accounting policies

General information and basis of accounting

Norit (UK) Holding Limited is a private company limited by shares incorporated in Scotland under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the strategic report on pages 2 to 3.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of Norit (UK) Holding Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the company operates.

Norit (UK) Holding Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Norit (UK) Holding Limited is consolidated in the financial statements of its parent. The ultimate parent undertaking and controlling entity is Cabot Corporation, a publicly listed company on the Nasdaq stock exchange and incorporated in the United States of America, which is the smallest and largest group to consolidate these financial statements. Copies of these financial statements are available from Cabot Norit (UK) Limited, 45 Clydesmill Place, Clydesmill Industrial Estate, Glasgow, G32 8RF. Exemptions have been taken in these separate company financial statements in relation to presentation of a cash flow statement, remuneration of key management personnel, financial instruments and disclosure of related party transactions.

Going concern

At 30 September 2018, the company had net liabilities of £5,292,236 (2017: net liabilities of £2,904,056).

The directors have a reasonable expectation that the company and the group have adequate resources to continue in operational existence for the foreseeable future. There are assurances and commitments in place from the ultimate parent company that there will be support available if required given the net liability position of the company at present. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Group financial statements

The financial statements contain information about Norit (UK) Holding Limited as an individual company and do not contain consolidated financial information as the parent of a subsidiary. The company is exempt from preparing consolidated financial statements, under section 400 of the Companies Act 2006, as it is included in the consolidated financial statements of Cabot Corporation (a listed company on the Nasdaq Stock Exchange in the United States of America which are publically available).

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

1 Accounting policies (continued)

Fixed assets investment

Norit (UK) Holding Ltd is the sole owner for Cabot Norit (UK) Ltd. The investment is held at cost but is subject to annual impairment review.

For reporting periods in which Cabot has not estimated the fair value of a cost-method investment, evaluate whether an event or change in circumstances has occurred in that period that may have a significant adverse effect on the fair value of the investment (an "impairment indicator"). Impairment indicators include, but are not limited to:

- a. A significant deterioration in the earnings performance, credit rating, asset quality, or business prospects of the investee
- b. A significant adverse change in the regulatory, economic, or technological environment of the investee
- c. A significant adverse change in the general market condition of either the geographic area or the industry in which the investee operates
- d. A bona fide offer to purchase (whether solicited or unsolicited), an offer by the investee to sell, or a completed auction process for the same or similar security for an amount less than the cost of the investment
- e. Factors that raise significant concerns about the investee's ability to continue as a going concern, such as negative cash flows from operations, working capital deficiencies, or noncompliance with statutory capital requirements or debt covenants.

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

1. Accounting policies (continued)

Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of transaction. All differences are taken to the profit and loss account.

Taxation

Current and deferred taxation is based on the (losses)/profits for the year and includes all tax liabilities accruing to the date of the financial statements. Full provision is made on a non-discounted basis for deferred taxation liabilities arising from differences that have originated but not reversed at the balance sheet date. Deferred tax assets are recognised to the extent that they are regarded as recoverable.

Norit (UK) Holding Limited is part of a tax group for certain aspect of the tax legislation.

Group relief is applied across the UK tax group, comprising Purton Carbons, Cabot Activated Carbon Holdings, Cabot GB Limited, Cabot (UK) Holding Limited and Cabot Norit (UK) Limited. This is settled periodically, but there is currently no requirement for such schemes to be settled annually.

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Fixed Asset investment

The principal risks are limited to the carrying value of the investments in the company's subsidiaries. The company reviews investments in subsidiaries for impairment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. We perform comprehensive market research and monitor market conditions to identify potential impairments.

We estimate the recoverable amount using a standard Cabot model which looks at future budgeted income and expenditure streams and discounts using the Cabot cost of Capital. We then apply sensitivity analysis to look at the impact of possible changes on these assumptions to check that this would not affect the decision made on the investment.

There are no key areas of estimation uncertainty.

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

3 Directors' emoluments and transactions

D Chrystall is paid through a subsidiary company, Cabot Norit (UK) Limited; M Maloney through Cabot Corporation and B.P. Genemans through a fellow group company, Norit NV. No recharge is made to Norit (UK) Holding Limited in respect of these emoluments. There were no employees in the financial year other than the directors.

Auditor's remuneration of £1,863 (2017: £1,000), in relation to auditing the financial statements was borne by its subsidiary company Cabot Norit (UK) Limited and not recharged. There were no non-audit fees payable to the company's auditor in either the current or prior year.

4 Interest payable and similar charges

	Year ended 30 September 2018	Year ended 30 September 2017
	£	£
Interest payable on intercompany loan	2,361,649	2,178,032

5 Loss on intercompany loan revaluation

	Year ended 30 September 2018	Year ended 30 September 2017
	£	£
Foreign exchange loss on Intercompany loan	(502,735)	(537,787)

Norit (UK) Holding Limited

Notes to the financial statements For the year ended 30 September 2018

6 Tax on loss

	Year ended 30 September 2018	Year ended 30 September 2017
	£	£
Current tax:		
United Kingdom corporation tax on loss for the year	-	-
Current year group relief receivable	(476,204)	(463,387)
Adjustment in respect of prior years	-	11
Tax on loss	(476,204)	(463,376)

The tax assessed for the year is lower than (2017: lower) the standard rate of corporation tax in the UK 19 % (2017: 19.50 %). The differences are explained below:

	Year ended 30 September 2018	Year ended 30 September 2017
	£	£
Loss before taxation	(2,864,384)	(2,715,819)
Loss multiplied by standard rate of corporation tax in the UK of 19 % (2017: 19.5 %)	(544,233)	(529,585)
Effects of:		
Expenses not deductible for tax purposes and other permanent differences	68,029	66,198
Adjustments in respect of prior years	-	11
Current tax credit for the year	(476,204)	(463,376)

The UK corporation tax rate of 19% (effective from 1 April 2017) and a reduction to 17% (effective 1 April 2020) was effectively enacted on 6 September 2016.

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

7 Fixed asset investments

	£
Cost as at 1 st October 2017 and 30 September 2018	42,412,121
Accumulated impairment on investment in subsidiary (2015)	(13,286,986)
Carrying value as at 1 October 2017 and 30 September 2018	29,125,135

The principal undertakings in which the company's interest at the year end is as follows:

	Registered office	Proportion of voting rights and ordinary share capital held	Nature of business
Cabot Norit (UK) Limited	45 Clydesmill Place, Clydesmill Industrial estate Glasgow G32 8RF	100%	Manufacturer of Activated Carbon

8 Debtors : amounts falling due within one year

	30 September 2018	30 September 2017
	£	£
Group tax relief receivable	1,947,975	1,471,771
	1,947,975	1,471,771

The amounts owed from subsidiary undertakings are free of interest, have no fixed date of repayment and are repayable on demand.

Norit (UK) Holding Limited

Notes to the financial statements

For the year ended 30 September 2018

9 Creditors: amounts falling due within one year

	30 September 2018	30 September 2017
	£	£
Amounts owed to group undertakings	36,365,346	33,500,962
	36,365,346	33,500,962

The amounts owed to group undertaking represent a loan of €25,000,000 which is repayable on 6 July 2021. Interest is charged at a rate of 7% per annum. In addition, on the last day of each calendar year, the amount of interest accrued on the loan is added to the loan. However, the loan is repayable on demand with ten working days' notice at any time by the parent if requested.

10 Called-up share capital

	30 September 2018	30 September 2017
	£	£
Allotted, called up and fully paid		
1,982,129 (2017: 1,982,129) ordinary shares of £1 each	1,982,129	1,982,129

The company has one class of ordinary shares which carry no rights to fixed income.

The company's other reserves are as follows:

- The share premium reserve contains the premium arising on issue of equity shares net of expenses.
- The profit and loss reserve represents cumulative profits or losses, net of dividends and adjustments.

11 Ultimate parent company

The company is wholly owned by Norit EAPA Holding B.V., a company incorporated in the Netherlands.

The ultimate parent undertaking and controlling entity is Cabot Corporation with registered office at 2 Seaport Lane, Suite 1300, Boston, Massachusetts, USA., a publicly listed company on the Nasdaq stock exchange and incorporated in the United States of America, which is the smallest and largest group to consolidate these financial statements. Copies of these financial statements are available from Cabot Norit (UK) Limited, 45 Clydesmill Place, Cambuslang Industrial Estate, Glasgow, G32 8RF.