

Company Registration Number 5812381

Companies House

SATURDAY



\*ADFYXX82\*  
A20 03/09/2011 357  
COMPANIES HOUSE

**DCUSA Limited**  
**Financial statements**  
**31 March 2011**

---

**DCUSA Limited**

**Financial statements**

**Year ended 31 March 2011**

---

<b>Contents</b>	<b>Pages</b>
Company information	1
Directors' report	2
Corporate governance statement	3 to 4
Statement of directors' responsibilities	5
Independent auditor's report to the shareholders	6 to 7
Income and expenditure account	8
Balance sheet	9
Notes to the financial statements	10 to 11

---

---

**DCUSA Limited**

**Company information**

---

**The board of directors**

C J Allanson - Chairman  
P Edwards  
J M Hill  
C McKechnie  
S Pearce  
G D Sheern  
D Townsend  
P J Waymont  
K Woollard

**Company secretary**

B O'Shea

**Registered office**

Ground Floor  
Grafton House  
2-3 Golden Square  
London  
W1F 9HR

**Auditor**

Chantrey Vellacott DFK LLP  
Chartered Accountants  
Statutory Auditor  
Russell Square House  
10 - 12 Russell Square  
London  
WC1B 5LF

## DCUSA Limited

### Directors' report

#### Year ended 31 March 2011

---

The directors have pleasure in presenting their report and the audited financial statements of the company for the year ended 31 March 2011

#### Principal activities and business review

The principal activity of the company during the period was to facilitate a robust governance arrangement for making changes to the contractual arrangements between electricity suppliers and electricity distribution network providers within the electricity industry

The company was created as the corporate vehicle for ensuring the proper, effective and efficient implementation and ongoing management of the Distribution Connection and Use of System Agreement (DCUSA) This responsibility extends to the provision of a change control mechanism

The company was established as a joint venture between the parties to the DCUSA agreement, and all parties to the agreement are entitled to apply for a share in the company One new share was issued during the year (2010 one)

The objective of the company is to bear the costs of the management of the DCUSA including the operation of the Change Control Mechanism and for these costs to be fully recovered from the parties to the DCUSA on an equitable basis so that the company breaks even

#### Directors

The directors who served the company during the year were as follows

C J Allanson	
P Edwards	(Appointed 1 December 2010)
M J Harding	(Retired 1 December 2010)
J M Hill	
J Lawton	(Resigned 26 January 2011)
C McKechnie	(Appointed 17 August 2010)
S Pearce	
G D Sheern	
J Thompson	(Resigned 5 July 2010)
D Townsend	
P J Waymont	
K Woollard	

The directors have no interest in the share capital of the company

The directors' responsibilities are set out on page 5


#### Auditor

Chantrey Vellacott DFK LLP were appointed as first auditors of the company by the directors and a resolution to re-appoint Chantrey Vellacott DFK LLP as auditor for the ensuing year will be proposed at the Annual General Meeting in accordance with section 385 of the Companies Act 1985

#### Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Signed by order of the directors



B O'Shea  
Company Secretary

Approved by the directors on 15 June 2011

## **DCUSA Limited**

### **Corporate governance statement**

**Year ended 31 March 2011**

---

DCUSA Limited fully supports the report of the Committee on Corporate Governance and that Committee's Revised Combined Code of Best Practice. It welcomes the Committee's guidance on internal control and the going concern basis for preparing annual accounts.

The guidance is regarded as mandatory for listed companies registered in the UK. Whilst DCUSA Limited does not fall within the regulations of the London Stock Exchange, being a private company, the Board is committed to the highest standards of corporate governance.

#### **Going Concern**

The Board confirms that, after making appropriate enquiries, it is of the opinion that DCUSA Limited has adequate resources to continue in operational existence for the foreseeable future. For this reason, it continues to adopt the going concern basis in preparing these accounts.

#### **General**

The Board comprises ten members, all of whom are non-executive. The directors are appointed automatically through their appointment as either Panel Members or Panel Reserves. The Board's principal focus is the ongoing strategic direction, development and operation of DCUSA Limited. The Board is also responsible for the company's overall system of internal controls. There was one vacancy at 31 March 2011 which was filled in April 2011.

The Board normally meets every month and has constituted a Finance and Audit Committee. All standing committees are formally constituted with terms of reference and are constituted from at least three members of the Board of Directors.

#### **Finance and Audit Committee**

The Finance and Audit Committee assists the Board in the execution of its responsibilities on corporate governance and internal control. Its members are C J Allanson, G D Sheern and P J Waymont.

The Finance and Audit Committee reviews the company's internal controls structure, appoints the external auditors, reviews the external audit process and reports from the external auditors on their work, and approves the audit fees. It monitors the effectiveness of the company's internal controls function, and reviews the company's financial statements and proposed announcements, together with adopting the accounting policies and any subsequent changes, prior to approval by the Board.

#### **The DCUSA Panel**

The Panel is a body established under Clause 5 of the DCUSA Agreement. Clause 5 identifies the objectives, duties and powers of the Panel. The Panel is the representative body for the Parties to the Agreement and undertakes the detailed management and operation of the DCUSA Agreement on behalf of the Parties to the Agreement. The Panel as constituted at the balance sheet date comprises five members plus four reserves. All of the Panel Members and Reserves are Directors of DCUSA Ltd.

The Panel Members are elected to represent the following Party Categories, Distribution Network Operators, Independent Distribution Network Operators/Offshore Transmission System Operator, Suppliers and Distributed Generators. The Panel normally meets every month.

#### **Internal Controls**

The Board acknowledges its responsibility for the systems of internal control within DCUSA Limited and for ensuring these systems maintain the integrity of accounting records and safeguard its assets. The purpose of these systems is to provide reasonable assurance as to the reliability of financial information and to maintain proper control over income, expenditure, assets and liabilities of DCUSA Limited. No system of control can, however, provide absolute assurance against material misstatement or loss. The Board's review of the effectiveness of DCUSA Limited's systems of internal control is an ongoing process, where controls are not in place the Board agrees and reviews a timetable for implementation.

A brief description of the principal elements underlying DCUSA Limited's systems of internal control follows.

---

---

**DCUSA Limited****Corporate governance statement (*continued*)****Year ended 31 March 2011**

---

**Financial Reporting**

There is a comprehensive business planning system with an annual operating plan and annual budget reviewed and recommended to the Board by the Finance and Audit Committee. The annual budget is also subject to scrutiny and consultation with all DCUSA parties. Monthly actual results are reported against budget and revised forecasts for the year are prepared. The Finance and Audit Committee meet at least twice every financial year and on an ad hoc basis as required to consider matters which are time critical. The Board has sight of the minutes of all Finance and Audit Committee meetings.

**Risk Management**

DCUSA Limited's Board examine on a continual basis the major strategic, business and operational risk that DCUSA Limited faces and have established a system that ensures that risks are reviewed and reported regularly, and that appropriate action is in place to mitigate the significant risks.

**Controls and Procedures**

Under the contract for Secretarial and Administrative Services with ElectraLink Limited, DCUSA Limited sets out authorities delegated from the Board to ElectraLink Limited. The DCUSA Limited Board has established a strong control framework within which ElectraLink Limited operates including clearly defined lines of responsibility, delegation of authority and reporting requirements and maintains a comprehensive set of financial regulations. The financial controls and procedures are reviewed regularly and compliance with them checked by the work of the auditors.

**Monitoring of Controls**

The Board continues to review DCUSA Limited's accounting and financial reporting practices, its internal financial controls, the work of the auditors and compliance with all relevant legislation and to take the appropriate action to deal with areas of improvement which come to the Board's attention.

## **DCUSA Limited**

### **Statement of directors' responsibilities**

**Year ended 31 March 2011**

---

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the surplus or deficit of the company for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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.

Insofar as the directors are aware

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

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

## **DCUSA Limited**

### **Independent auditor's report to the shareholders of DCUSA Limited**

**Year ended 31 March 2011**

---

We have audited the financial statements of DCUSA Limited for the year ended 31 March 2011 which comprise the income and expenditure account, 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).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders as a body, 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 set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

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 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.



**DCUSA Limited**

**Independent auditor's report to the shareholders of DCUSA Limited (continued)**

**Year ended 31 March 2011**

---

**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 March 2011 and of its result 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

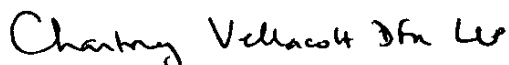
**Opinion on other matter prescribed by the Companies Act 2006**

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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report



**CHRIS MALACRIDA FCA (Senior Statutory Auditor)**  
for and on behalf of **CHANTREY VELLACOTT DFK LLP**  
Chartered Accountants and Statutory Auditor  
LONDON  
15 June 2011

**DCUSA Limited**

**Income and expenditure account**

**Year ended 31 March 2011**

---

	Note	2011 £	2010 £
Income		205,618	212,472
Administrative expenses		205,880	212,472
<b>Operating deficit</b>	<b>2</b>	<b>(262)</b>	-
Interest receivable		262	-
<b>Surplus on ordinary activities before taxation</b>		-	-
Tax on surplus on ordinary activities	<b>3</b>	-	-
<b>Surplus for the financial year</b>		-	-

All of the activities of the company are classed as continuing

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

There is no difference between the results shown above and their historical cost equivalents

---

**The notes on pages 10 to 11 form part of these financial statements**

---

**DCUSA Limited**

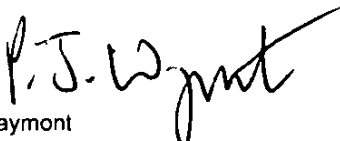
**Balance sheet**

**As at 31 March 2011**

	Note	2011 £	2010 £
<b>Current assets</b>			
Debtors	4	6,431	3,907
Cash at bank		226,310	89,836
		<u>232,741</u>	<u>93,743</u>
<b>Creditors amounts falling due within one year</b>	5	<u>232,686</u>	<u>93,689</u>
<b>Net current assets</b>		<b>55</b>	<b>54</b>
<b>Total assets less current liabilities</b>		<u><b>55</b></u>	<u><b>54</b></u>
<b>Capital and reserves</b>			
Called up equity share capital	6	<u>55</u>	<u>54</u>
<b>Shareholders' funds</b>	7	<u><b>55</b></u>	<u><b>54</b></u>

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

These financial statements were approved by the directors and authorised for issue on 15 June 2011, and are signed on their behalf by



P J Waymont

Company Registration Number 5812381

The notes on pages 10 to 11 form part of these financial statements

## DCUSA Limited

### Notes to the financial statements

Year ended 31 March 2011

---

#### 1 Accounting policies

##### Basis of accounting

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

##### Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is small

##### Income

This represents the value of recoverable costs borne by the company during the year under the Distribution Connection and Use of System Agreement (DCUSA) and recoverable from the parties to the agreement

Where a party to the agreement has been invoiced on account during the period for a sum greater than their share of the recoverable costs this amount is included in creditors as other creditors, and where a party's share of recoverable costs exceeds their payment on account the balance is included in debtors as accrued income

#### 2 Operating deficit

Operating deficit is stated after charging

	2011 £	2010 £
Auditor's fees	<u>5,000</u>	<u>4,800</u>

The directors received no remuneration from the company during the year

#### 3 Taxation

The company is a not for profit organisation and therefore no tax is provided on the results for the accounting period

#### 4 Debtors

	2011 £	2010 £
Trade debtors	6,431	-
VAT recoverable	-	3,907
	<u>6,431</u>	<u>3,907</u>

# DCUSA Limited

## Notes to the financial statements

Year ended 31 March 2011

---

### 5 Creditors amounts falling due within one year

	2011 £	2010 £
Trade creditors	12,945	23,003
Taxation	6,846	-
Other creditors	180,588	49,528
Accruals and deferred income	32,307	21,158
	<u>232,686</u>	<u>93,689</u>

### 6 Share capital

#### Authorised share capital

	2011 £	2010 £
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

#### Allotted, called up and fully paid

	2011 No	£	2010 No	£
55 Ordinary shares (2010 - 54) of £1 each	<u>55</u>	<u>55</u>	<u>54</u>	<u>54</u>

During the year 1 ordinary share was issued (2010 1) The share was issued to a party to the DCUSA agreement in accordance with the terms of that agreement

### 7 Reconciliation of movements in shareholders' funds

	2011 £	2010 £
New ordinary share capital subscribed	<u>1</u>	<u>1</u>
Net addition to shareholders' funds	1	1
Opening shareholders' funds	<u>54</u>	<u>53</u>
Closing shareholders' funds	<u>55</u>	<u>54</u>

### 8 Control

No one party has ultimate control of the company by virtue of its shareholding

---