

**Company Registration Number 937663**

**MITIE TILLEY ROOFING LIMITED**

**Report and Financial Statements**

**52 week period ended 27 March 2009**

**TUESDAY**



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# **MITIE TILLEY ROOFING LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2009**

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# **MITIE TILLEY ROOFING LIMITED**

## **OFFICERS AND PROFESSIONAL ADVISERS**

### **DIRECTORS**

W Robson  
J Ridley  
D W Tilley

### **SECRETARY**

MITIE Company Secretarial Services Limited

### **REGISTERED OFFICE**

8 Monarch Court  
The Brooms  
Emersons Green  
Bristol  
BS16 7FH

### **BANKERS**

HSBC plc  
49 Corn Street  
Bristol  
BS99 7PP

### **AUDITORS**

Deloitte LLP  
Bristol

## **MITIE TILLEY ROOFING LIMITED**

### **DIRECTORS' REPORT**

The directors present their annual report and audited financial statements for the 52 week period ended 27 March 2009.

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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 period. 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). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom 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 proper accounting records which 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 1985. 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.

### **PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS**

The company is a wholly owned subsidiary of MITIE Group PLC. The company's principal activity is that of roofing contractors. There have not been any significant changes in the company's principal activities in the period under review.

As shown in the company's profit and loss account on page 6, the company's sales have increased by 374% over the prior year and the result after tax has improved from a loss after tax of £225,908 in 2008 to a profit after tax of £1,781,208 in 2009. This improvement is in part due to the prior financial period being a 5 month period, as compared to a 12 month period in the current period. The remainder of the increase is attributable to organic growth as a result of the company's integration within the MITIE Group.

The balance sheet on page 7 of the financial statements shows that the company's financial position at the year end is, in terms of cash and net assets, improved compared with the prior period.

The Group manages its operations on a divisional basis. For this reason, the company's directors do not believe further key performance indicators are necessary for an appropriate understanding of the performance and position of the business. The performance of the Group's divisions is discussed in the Group's annual report which does not form part of this report.

### **DIVIDENDS**

No dividends were paid out during the period (2008: nil).

## **MITIE TILLEY ROOFING LIMITED**

### **DIRECTORS' REPORT (CONTINUED)**

#### **PRINCIPAL RISKS AND UNCERTAINTIES**

Loss of key customers is a key risk to the business. The company manages this risk by developing and maintaining strong relationships with these customers.

Group risks are discussed in the Group's annual report which does not form part of this report.

#### **GOING CONCERN**

The company was profitable in the period. The directors have considered the forecast and budgeted profit and associated cash flows for the coming five years. The directors have considered the facilities available to the entity 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.

#### **FINANCIAL RISK MANAGEMENT**

The directors have reviewed the financial risk management objectives and policies of the company. The directors do not believe there to be significant risks in this area. The company does not enter into any hedging instruments, as there are not believed to be any material exposures. It does not enter into any financial instruments for speculative purposes.

Appropriate trade terms are negotiated with suppliers and customers. Management reviews these terms and the relationships with suppliers and customers and manages any exposure on normal trade terms. The company prepares regular forecasts of cash flow and liquidity and any requirement for additional funding is managed as part of the overall MITIE Group PLC financing arrangements.

#### **PAYMENT POLICY**

The company's policy is to comply with the terms of payment agreed with a supplier. Where terms are not negotiated, the company endeavours to adhere with the supplier's standard terms. As at 27 March 2009 trade creditors, as a proportion of amounts invoiced from suppliers for the financial period, represented 47 days (2008: 75 days).

#### **ENVIRONMENT**

MITIE Group PLC and its subsidiaries endeavour to identify, monitor and manage the impact of their activities on the environment and are fully committed to environmental accountability and protection. The company operates in accordance with Group policies, which are described in the Group's annual report which does not form part of this report.

#### **EMPLOYEES**

The company offers equal opportunities to all applicants for employment whatever their sex, race or religion. Disabled persons are considered for employment, training, career development and promotion on the basis of their aptitudes and abilities in common with all employees, providing the disability does not make the particular employment impractical or the employee unable to conform to the stringent regulations which apply to the operations of the company.

The company recognises the importance of good communications and employee relationships. In each company there is a relationship between the Chief Executive of MITIE Group PLC and individual employees in the company. In these conditions, complex consultative procedures are seldom required to ensure that there is an understanding of the purpose of the business and the commercial realities of success. Employees are encouraged to become shareholders through the Savings Related Share Option Scheme.

## **MITIE TILLEY ROOFING LIMITED**

### **DIRECTORS' REPORT (CONTINUED)**

#### **DIRECTORS**

The directors during the period and subsequently were as follows:

W Robson  
J Ridley  
D W Tilley

#### **AUDITORS**

Each of the persons who is a director at the date of approval of this report confirms that:

- (1) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- (2) the director has taken all the steps that he ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985.

On 1 December 2008 Deloitte & Touche LLP changed its name to Deloitte LLP.

A resolution to reappoint Deloitte LLP as the company's auditors will be proposed at the forthcoming annual general meeting.

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



W Robson  
Director

24 July 2009

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
MITIE TILLEY ROOFING LIMITED**

We have audited the financial statements of MITIE Tilley Roofing Limited for the 52 week period ended 27 March 2009 which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes 1 to 22. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

**Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Opinion**

In our opinion:

- the financial statements give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice of the state of the company's affairs as at 27 March 2009 and of its profit for the period then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.



**DELOITTE LLP**

Chartered Accountants and Registered Auditors  
Bristol, United Kingdom

24 July 2009

**MITIE TILLEY ROOFING LIMITED**

**PROFIT AND LOSS ACCOUNT**

**52 week period ended 27 March 2009**

		<b>Continuing operations</b>	
		<b>52 week</b>	<b>5 month</b>
		<b>period ended</b>	<b>period ended</b>
		<b>27 March</b>	<b>31 March</b>
	<b>Note</b>	<b>2009</b>	<b>2008</b>
		<b>£</b>	<b>£</b>
<b>TURNOVER</b>	<b>1</b>	32,576,159	6,875,704
Cost of sales		(24,872,922)	(5,122,263)
<b>GROSS PROFIT</b>		7,703,237	1,753,441
Administrative expenses		(5,261,330)	(2,086,741)
<b>OPERATING PROFIT/ (LOSS)</b>	<b>2</b>	2,441,907	(333,300)
Interest received and similar income	3	73,625	52,281
Interest paid and similar charges	3	-	(11,595)
<b>PROFIT/ (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		2,515,532	(292,614)
Tax on profit/ (loss) on ordinary activities	4	(734,324)	66,706
<b>PROFIT/ (LOSS) FOR THE FINANCIAL PERIOD</b>	<b>12</b>	1,781,208	(225,908)

There are no recognised gains and losses for the current and preceding financial period other than as stated in the profit and loss account. Accordingly, no separate statement of total recognised gains and losses has been presented.



**MITIE TILLEY ROOFING LIMITED**

**BALANCE SHEET**  
**At 27 March 2009**

	Note	27 March 2009		31 March 2008	
		£	£	£	£
<b>FIXED ASSETS</b>					
Intangible assets	5		1,638,163		1,724,382
Tangible assets	6		329,002		480,043
			<u>1,967,165</u>		<u>2,204,425</u>
<b>CURRENT ASSETS</b>					
Stocks	7		-		140,288
Debtors	8	5,618,825		6,328,957	
Cash at bank and in hand		5,450,807		3,532,932	
			<u>11,069,632</u>		<u>10,002,177</u>
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>	9	(7,109,456)		(7,987,941)	
<b>NET CURRENT ASSETS</b>			3,960,176		2,014,236
<b>PROVISIONS FOR LIABILITIES</b>	10		(805,303)		(877,831)
<b>NET ASSETS</b>			<u>5,122,038</u>		<u>3,340,830</u>
<b>SHARE CAPITAL AND RESERVES</b>					
Called up share capital	11		14,953		14,953
Profit and loss account	12		5,107,085		3,325,877
<b>SHAREHOLDERS' FUNDS</b>	13		<u>5,122,038</u>		<u>3,340,830</u>

These financial statements were approved by the Board of Directors on 24 July 2009.

Signed on behalf of the Board of Directors



**W Robson**  
Director

**MITIE TILLEY ROOFING LIMITED**

**CASH FLOW STATEMENT**

**52 week period ended 27 March 2009**

	Note	52 week period ended 27 March 2009 £	5 month period ended 31 March 2008 £
Net cash inflow/(outflow) from operating activities	14	2,638,400	(21,748)
<b>Returns on investments and servicing of finance</b>			
Interest received		71,821	52,281
Interest paid		-	(9,805)
Interest element of hire purchase		-	(1,790)
		<u>71,821</u>	<u>52,281</u>
Net cash inflow from returns on investments and servicing of finance		71,821	40,686
<b>Taxation</b>			
UK corporation tax paid		(808,799)	-
<b>Capital expenditure</b>			
Payments to acquire tangible fixed assets		(80,819)	(33,920)
Receipts from disposal of tangible fixed assets		97,272	526,026
		<u>16,453</u>	<u>492,106</u>
Net cash inflow from capital expenditure		16,453	492,106
<b>Financing</b>			
Repayments of hire purchase capital		-	(15,299)
		<u>-</u>	<u>(15,299)</u>
Increase in cash in the period	15, 16	<u>1,917,875</u>	<u>495,745</u>

## **MITIE TILLEY ROOFING LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS**

**52 week period ended 27 March 2009**

#### **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 period, are described below.

##### **Accounting convention**

The financial statements are prepared under the historical cost convention.

##### **Going concern**

Details regarding the directors' consideration of going concern are included in the going concern section of the directors' report.

##### **Turnover**

Turnover represents the total value, excluding sales taxes, receivable in respect of goods and services supplied and contract work completed in the period. All turnover arises within the United Kingdom from the company's principal activity.

##### **Intangible fixed assets and amortisation**

Goodwill represents the excess of the cost of acquisition over the fair value of the identifiable assets and liabilities. Goodwill is initially recognised as an asset at cost and is subsequently amortised over 20 years on a straight-line basis.

##### **Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost, less depreciation. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant and machinery	3 to 10 years
Office equipment	5 years
IT equipment	3 years
Motor vehicles	4 years

##### **Leases**

Rentals paid under operating leases are charged against income on a straight-line basis over the lease term.

##### **Long-term contracts**

Amounts recoverable on long-term contracts, which are included in debtors, are stated at the net sales value of the work done less amounts receivable as progress payments on account. Excess progress payments are included in creditors as payments on account. Cumulative costs incurred net of amounts transferred to cost of sales, less provision for contingencies and anticipated future losses on contracts, are included as long-term contract balances in stock.

Profit is recognised on long-term contracts, if the final outcome can be assessed with reasonable certainty, by including in the profit and loss account turnover and related costs as contract activity progresses. Turnover is calculated as that proportion of the total contract value which costs incurred to date bear to total expected costs for that contract.

# MITIE TILLEY ROOFING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

### 1. ACCOUNTING POLICIES (CONTINUED)

#### Tax

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 tax 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.

#### Pension costs

Pension costs represent amounts paid to one of the Group's pension schemes. Details of the schemes are given in the financial statements of MITIE Group PLC.

### 2. OPERATING PROFIT/ (LOSS)

	52 week period ended 27 March 2009 £	5 month period ended 31 March 2008 £
Operating profit/ (loss) is stated after charging/(crediting):		
Depreciation of tangible fixed assets:		
- owned assets	175,030	245,679
- leased assets	-	956
Auditors' remuneration:		
- audit services	12,500	7,080
- other services	-	4,720
Profit on disposal of tangible fixed assets	(40,442)	(50,225)
Operating lease rentals - property	104,483	42,451
	<u>          </u>	<u>          </u>

### 3. INTEREST

	52 week period ended 27 March 2009 £	5 month period ended 31 March 2008 £
Interest received and similar income		
Bank interest	73,625	52,281
	<u>          </u>	<u>          </u>
Interest paid and similar charges	£	£
Hire purchase and finance lease charges	-	(1,790)
Other similar charges payable	-	(9,805)
	<u>          </u>	<u>          </u>
	-	(11,595)
	<u>          </u>	<u>          </u>

**MITIE TILLEY ROOFING LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**52 week period ended 27 March 2009**

**4. TAX ON PROFIT/ (LOSS) ON ORDINARY ACTIVITIES**

	<b>52 week period ended 27 March 2009 £</b>	<b>5 month period ended 31 March 2008 £</b>
<b>(a) Analysis of tax charge on ordinary activities</b>		
United Kingdom corporation tax at 28% (2008: 30%)	719,301	-
Adjustment in respect of prior periods	44,227	11,000
<b>Total current tax (note 4(b))</b>	<b>763,528</b>	<b>11,000</b>
Deferred taxation:		
Timing differences - origination and reversal	13,312	(82,366)
Adjustment in respect of prior years	(42,516)	4,660
<b>Tax on profit/ (loss) on ordinary activities</b>	<b>734,324</b>	<b>(66,706)</b>

**(b) Factors affecting tax charge/ (credit) for the current year**

The tax assessed for the period differs from that resulting from applying the standard rate of corporation tax in the UK of 28% (2008: 30%). The differences are as follows:

	<b>£</b>	<b>£</b>
Profit/ (loss) on ordinary activities before tax	<u>2,515,532</u>	<u>(292,614)</u>
	<b>£</b>	<b>£</b>
Tax at 28% (2008: 30%) thereon	704,349	(87,784)
Expenses not deductible for tax purposes	27,453	5,418
Capital allowances less than depreciation	9,046	51,564
Relief in respect of employee share options (Sch. 23 relief)	1,204	-
Generation of tax losses	-	30,802
Adjustment in respect of prior years	44,227	11,000
Other timing differences	(22,751)	-
<b>Current tax charge for the period (note 4(a))</b>	<b>763,528</b>	<b>11,000</b>

**MITIE TILLEY ROOFING LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**  
**52 week period ended 27 March 2009**

<b>4. TAX ON PROFIT/ (LOSS) ON ORDINARY ACTIVITIES (CONTINUED)</b>	<b>52 week period ended 27 March 2009 £</b>	<b>5 month period ended 31 March 2008 £</b>
<b>(c) Deferred tax note</b>		
Movement in deferred taxation asset in the period:		
Opening balance	65,247	(12,459)
Credit to profit and loss account (note 4 (a))	29,204	77,706
<b>Closing balance (note 8)</b>	<b>94,451</b>	<b>65,247</b>
<b>(d) Analysis of deferred tax balance</b>	<b>£</b>	<b>£</b>
Capital allowances less than depreciation	35,608	36,498
Tax losses	-	28,749
Short term differences	58,450	-
Schedule 23 share schemes relief	393	-
	<b>94,451</b>	<b>65,247</b>
<b>5. INTANGIBLE FIXED ASSETS</b>		
	<b>Goodwill £</b>	
<b>Cost</b>		
At 1 April 2008 and 27 March 2009	<b>1,724,382</b>	
<b>Amortisation</b>		
At 1 April 2008	-	
Charge in the period	86,219	
<b>At 27 March 2009</b>	<b>86,219</b>	
<b>Net book values</b>		
At 27 March 2009	<b>1,638,163</b>	
<b>At 31 March 2008</b>	<b>1,724,382</b>	

# MITIE TILLEY ROOFING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS 52 week period ended 27 March 2009

### 6. TANGIBLE FIXED ASSETS

	Plant and machinery £	Office equipment £	IT equipment £	Motor vehicles £	Total £
<b>Cost</b>					
At 1 April 2008	438,147	88,682	111,825	854,106	1,492,760
Additions	-	17,644	37,651	25,524	80,819
Disposals	(149,519)	(27,477)	(92,099)	(449,998)	(719,093)
At 27 March 2009	<u>288,628</u>	<u>78,849</u>	<u>57,377</u>	<u>429,632</u>	<u>854,486</u>
<b>Depreciation</b>					
At 1 April 2008	354,242	56,055	92,100	510,320	1,012,717
Charge for the period	15,517	11,979	23,290	124,244	175,030
Disposals	(149,519)	(27,477)	(92,099)	(393,168)	(662,263)
At 27 March 2009	<u>220,240</u>	<u>40,557</u>	<u>23,291</u>	<u>241,396</u>	<u>525,484</u>
<b>Net book value</b>					
At 27 March 2009	<u>68,388</u>	<u>38,292</u>	<u>34,086</u>	<u>188,236</u>	<u>329,002</u>
At 27 March 2008	<u>83,905</u>	<u>41,834</u>	<u>10,518</u>	<u>343,786</u>	<u>480,043</u>

#### Capital commitments

At 27 March 2009 the directors had authorised capital expenditure of nil (31 March 2008: £33,920).

### 7. STOCKS

	27 March 2009 £	31 March 2008 £
Raw materials and consumables	-	66,283
Work in progress	-	74,005
	<u>-</u>	<u>140,288</u>

# MITIE TILLEY ROOFING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

8. DEBTORS	27 March 2009 £	31 March 2008 £
Trade debtors	4,792,667	5,487,805
Amounts recoverable on contracts	534,868	-
Amounts owed by group undertakings	113,884	-
Other debtors	27,220	-
Prepayments and accrued income	55,735	775,905
Deferred tax asset (note 4 (c))	94,451	65,247
	<u>5,618,825</u>	<u>6,328,957</u>

A deferred tax asset of £94,451 has been recognised at 27 March 2009 (31 March 2008: £65,247). This asset relates to depreciation in excess of capital allowances, tax losses and other short-term timing differences. The directors are of the opinion that suitable profits will be available within the periods in which these differences will reverse. The amount credited to the profit and loss account in the period was £29,204 (2008: £77,706).

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	27 March 2009 £	31 March 2008 £
Trade creditors	3,736,549	1,661,539
Payments on account	45,600	-
Other creditors	168,212	40,996
Amounts owed to group undertakings	1,724,808	4,788,000
Corporation tax	358,327	403,599
Other taxes and social security	680,031	449,134
Accruals and deferred income	395,929	644,673
	<u>7,109,456</u>	<u>7,987,941</u>



# MITIE TILLEY ROOFING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

### 10. PROVISIONS FOR LIABILITIES

	Warranty provision £	Other provisions £	Total £
At 1 April 2008	676,511	201,320	877,831
Utilised	(72,528)	-	(72,528)
At 27 March 2009	<u>603,983</u>	<u>201,320</u>	<u>805,303</u>

The warranty provision is in respect of potential claims given to customers by the company prior to its acquisition by MITIE Group PLC in March 2008, against roofing guarantees for periods ranging up to 5 years. The most significant provision within other provisions is in relation to potential dilapidation costs.

### 11. CALLED UP SHARE CAPITAL

	27 March 2009 £	31 March 2008 £
Authorised 50,000 £1 ordinary shares	<u>50,000</u>	<u>50,000</u>
	£	£
Called up, allotted and fully paid 14,953 £1 ordinary shares	<u>14,953</u>	<u>14,953</u>

### 12. RESERVES

	Profit and loss account £
At 1 April 2008	3,325,877
Profit for the financial period	<u>1,781,208</u>
At 27 March 2009	<u>5,107,085</u>

**MITIE TILLEY ROOFING LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

52 week period ended 27 March 2009

**13. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS 2009 2008**

	£	£
Profit/ (loss) for the financial period	1,781,208	(225,908)
Net increase/ (reduction) in shareholders' funds	1,781,208	(225,908)
Opening shareholders' funds	3,340,830	3,566,738
Closing shareholders' funds	5,122,038	3,340,830

**14. RECONCILIATION OF OPERATING PROFIT/(LOSS) TO NET CASH INFLOW/ (OUTFLOW) FROM OPERATING ACTIVITIES**

	52 week period ended 27 March 2009 £	5 month period ended 31 March 2008 £
Operating profit/ (loss)	2,441,907	(333,300)
Depreciation	175,030	246,635
Goodwill amortisation	86,219	-
Profit on disposal of tangible fixed assets	(40,442)	(50,225)
Increase in intangible assets	-	(1,724,382)
Increase in fixed assets through acquisition	-	(60,748)
Decrease/(increase) in debtors	741,139	(3,071,615)
(Decrease)/increase in creditors	(905,741)	4,952,282
Decrease in stocks	140,288	19,605
Net cash inflow/ (outflow) from operating activities	2,638,400	(21,748)

**15. ANALYSIS OF CHANGES IN NET FUNDS**

	At 1 April 2008 £	Cash flow £	At 27 March 2009 £
Cash at bank and in hand	3,532,932	1,917,875	5,450,807

# MITIE TILLEY ROOFING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

### 16. RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	52 week period ended 27 March 2009 £	5 month period ended 31 March 2008 £
Increase in cash in the period	1,917,875	495,745
Cash outflow in respect of hire purchase	-	15,299
Change in net funds resulting from cash flows	1,917,875	511,044
Net funds at beginning of period	3,532,932	3,021,888
Net funds at end of period	<u>5,450,807</u>	<u>3,532,932</u>

### 17. FINANCIAL COMMITMENTS

#### Operating leases

At 27 March 2009 the company had annual commitments under non-cancellable operating leases as follows:

	27 March 2009 Land and buildings £	31 March 2008 Land and buildings £
Expiry date:		
- within one year	5,033	-
- within two to five years	12,000	-
- after five years	87,450	64,500
	<u>104,483</u>	<u>64,500</u>

# MITIE TILLEY ROOFING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

### 18. DIRECTORS

	27 March 2009 £	31 March 2008 £
The emoluments of directors of the company were:		
Fees and other emoluments (excluding pension contributions but including benefits-in-kind)	<u>159,951</u>	<u>133,408</u>
	No.	No.
The number of directors who were members of a defined benefit pension scheme	<u>2</u>	<u>2</u>

W Robson is a director of MITIE Group PLC. All disclosures relating to his emoluments, pension details and share options are disclosed in the group accounts. J Ridley is a director of MITIE Property Services Limited. It is not practicable to allocate their remuneration between their services as directors of MITIE Tilley Roofing Limited and their services as directors of other group companies.

### 19. EMPLOYEES

#### Number of employees

The average number of persons (including directors) employed by the company during the period was:

	2009 No.	2008 No.
Administration and management	66	46
Site labour	<u>114</u>	<u>87</u>
	<u>180</u>	<u>133</u>
Employment costs (including directors)	£	£
Wages and salaries	5,638,765	1,629,153
Social security costs	595,036	186,896
Other pension costs	<u>98,644</u>	<u>12,010</u>
	<u>6,332,445</u>	<u>1,828,059</u>

## MITIE TILLEY ROOFING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

#### 20. PENSION ARRANGEMENTS

The company participates in the MITIE Group PLC Pension Scheme. This is a defined benefit multi-employer scheme, the assets and liabilities of which are held independently from the Group. For the purposes of Financial Reporting Standard 17 ('Retirement Benefits'), the company has been unable to identify its share of the underlying assets and liabilities in the main Group scheme on a consistent and reasonable basis. Therefore the company is accounting for contributions to the scheme as if it were a defined contribution scheme. Note 34 to the Report and Accounts of the Group sets out the details of the International Accounting Standard 19 'Employee Benefits' net pension surplus of £3.0 million (2008: £9.9 million).

Contributions to the scheme for the period are shown in note 34 of the Group accounts and the agreed contribution rate for the next 12 months is 10% (2008: 10%) and 7.5% (2008: 7.5%) for the Group and employees respectively.

#### 21. RELATED PARTY TRANSACTIONS

D W Tilley is a trustee of the D W Tilley (Engineers) Limited Executive Pension Scheme, from whom the company rents premises. Amounts payable during the period were £52,250 (2008: £32,975).

MITIE Tilley Roofing Limited rents premises from D W Tilley. Amounts payable during the period were £20,800 (2008: £nil).

D W Tilley is a trustee of the D W Tilley Accumulation & Maintenance Settlement 2004. Amounts payable during the period were £14,400 (2008: £nil).

During the period the following related party transactions took place with associated group companies:

##### Services received from associated companies

	Value of service	
	2009	2008
	£	£
Cole Motors Limited	5,329	-
MITIE Property Services (UK) Limited	1,984,567	-
MITIE Energy Limited	26,053	-
MITIE Property Services Limited	874,550	-
MITIE Property Investments Limited	17,250	-
MITIE Pest Control Limited	22,520	-
MITIE Lyndhurst Services Limited	630	-
MITIE Cleaning & Support Services Limited	1,426	-
MITIE Engineering Maintenance Limited	25,524	-
MITIE Group PLC	163	-
MITIE Property Services (Eastern) Limited	4,240	-
MITIE Document Solutions Limited	2,681	-

A creditor of £426 is included as at 27 March 2009 in relation to MITIE Lyndhurst Services Limited (31 March 2008: £Nil).

A creditor of £1,724,382 is included as at 27 March 2009 in relation to MITIE Property Services (UK) Limited (31 March 2008: £Nil).

## MITIE TILLEY ROOFING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

52 week period ended 27 March 2009

#### 21. RELATED PARTY TRANSACTIONS (CONTINUED)

##### Services provided to associated companies

	Value of service	
	2009	2008
	£	£
MITIE Engineering Maintenance (Caledonia) Limited	400	-
MITIE Engineering Maintenance (North) Limited	2,266	-
MITIE Engineering Maintenance Limited	79,527	-
MITIE Group PLC	38,060	-
MITIE Lyndhurst Services Limited	60,593	-
MITIE Managed Services Limited	8,265	-
MITIE PFI Limited	6,750	-
MITIE Property Services (UK) Limited	652,032	-
MITIE Technology Limited	142,709	-
MITIE Property Services (Eastern) Limited	55,941	-
MITIE Property Services Limited	16,827	-

A debtor of £35,142 is included as at 27 March 2009 in relation to MITIE Engineering Maintenance Limited (31 March 2008: £Nil).

A debtor of £9,703 is included as at 27 March 2009 in relation to MITIE Managed Services Limited (31 March 2008: £Nil).

A debtor of £69,039 is included as at 27 March 2009 in relation to MITIE Property Services (UK) Limited (31 March 2008: £Nil).

#### 22. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The directors regard MITIE Group PLC, a company registered in Scotland, as the company's ultimate parent undertaking and controlling party. MITIE Group PLC is both the smallest and largest group for which group accounts are prepared. Copies of the group financial statements can be obtained from the Company Secretary at the registered office.