Registered number: 01178725

Randstad Technologies Limited Annual report and financial statements For the year ended 31 December 2020

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Officers and professional advisers

Directors

D Bruce Victoria Short

Company Secretary

John Mayes

Registered Office

450 Capability Green Luton Bedfordshire LU1 3LU United Kingdom

Bankers

Barclays Bank plc 27th Floor 1 Churchill Place London E14 5HP United Kingdom

Independent auditor

Deloitte LLP Statutory Auditor 1 Station Square Cambridge CB1 2GA United Kingdom

Strategic Report

The directors present their strategic report on the company for the year ended 31 December 2020.

Principal activities

The company's principal activity was that of an employment business hiring out temporary and permanent staff for clients until trading ceased on 1st June 2017.

Review of the business

The company did not trade during the current or prior year. This is due to the decision made to transfer the trade and assets of the company to Randstad Solutions Limited, a fellow wholly owned subsidiary of Randstad NV with effect from 1 June 2017.

Position of the business

The company's net assets and shareholders' funds were £nil at the end of the year (2019: £18,298,000). The results for the financial year was £nil, (2019: £nil).

Key performance indicators

Given the nature of the business, the directors are of the opinion that analysis using key performance indicators is not necessary for the understanding of the development, performance and position of the business. The company's revenue was nil for the current and prior year due to the business ceasing trading in 2017.

Principal risks and uncertainties

As the company has ceased trading the directors do not consider that it is exposed to any material risks.

Strategic report (continued)

Directors' statement of compliance with section 172(1)

With regard to the requirements of S172 of the Companies Act 2006, the directors assert that they act in ways which they consider, in good faith, to be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard to:

- the likely consequences of any decision in the long term;
- the interests of the company's employees;
- the need to foster the company's business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and the environment;
- the desirability of the company maintaining a reputation for high standards of business conduct; and
- · the need to act fairly as between members of the community.

Each of the Directors is mindful of their duties under section 172 of the Act to run the Company for the benefit of its shareholders, and in doing so, to take into account the long term impact of any decisions on stakeholder relationships and the impact of its activities on its reputation.

Since the company has ceased trading and no longer has any employees, the Directors have identified its shareholder as its key stakeholder. The decision to cease trading was taken in the interests of the shareholder.

Going concern

These financial statements are prepared on a basis other than that of a going concern. It remains the intention of the directors to liquidate the company. This is due to the decision to cease trading on 1 June 2017. The trade and assets were subsequently transferred to Randstad Solutions Limited.

Approved by the board of directors and signed on its behalf by:

D Bruce

Director

Date: 18th February, 2022

Directors' Report

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2020.

Dividends

The directors paid a dividend of £18,298,000 in the year to Randstad UK Holdings (2019: £nil) and there have been no dividends paid after the balance sheet date to the date of signing the financial statements.

Future Developments

The company ceased trading on 1st June 2017.

Financial risk management, objectives and policies

The Randstad NV group's corporate treasury function provides services to the company, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the group through internal risk reports, which analyse exposures by degree and magnitude of risks. The company's previous operations did expose the company to a variety of risks including regulatory changes within the recruitment industry however given that the company is no longer trading and balance sheet position as at 2020 year end these risks are no longer applicable. The company does not use financial derivatives.

Going concern

Information on the going concern status of the company can be found in the Strategic Report on page 5.

Directors

The directors of the company who held office during the year and up to the date of signing the financial statements, unless otherwise stated, are given below:

D Bruce

V Short M Smith (appointed 01 January 2021) (resigned 01 January 2021)

Directors' Report (continued)

Directors' liabilities

The company had no directors' indemnities in place during the year.

Statement of Employee Engagement

The company had no employees during the year

Statement of Business Engagement

Please see page 5 of the strategic report for information on business relationships

Charitable and political donations

The company made no charitable or political donations during the current or previous year.

Research and Development

The company has not engaged in any activities constituting research and development in the year

Foreign Branches

The company does not have any branches operating outside of the UK.

Political contributions

The company made no political contributions during the year or prior year.

Post balance sheet events

There were no events that have occurred after the year end of the financial year that would materially affect the reported results or would require disclosure in this report.

Directors' Report (continued)

Independent auditor

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

- 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/she 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 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 resigned as auditor, in anticipation that an audit would not be required. Deloitte LLP were subsequently appointed as auditor, in order to fill the vacant position.

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 FRS 101 "Reduced Disclosure Framework". 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; 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.

Approved by the board and signed on its behalf by:

D Bruce Director

Date 18th February, 2022

Independent auditor's report to the members of Randstad Technologies Ltd

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Randstad Technologies Ltd (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income.
- the statement of financial position.
- the statement of changes in equity; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (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 Financial Reporting Council's (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.

Emphasis of matter - Financial statements prepared other than on a going concern basis

We draw attention to note 2.2 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 this regard.

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.

Auditors' Report (continued)

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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and reading minutes of meetings of those charged with governance and reviewing correspondence with HMRC.

Auditors' Report (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.

Matthew Hall FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Mathew Hall

Statutory Auditor

Cambridge, United Kingdom

18th February 2022

Statement of comprehensive income For the year ended 31 December 2020

				: *:::	2020 £'000	1	2019 £'000
Revenue					-		-
Cost of sales		•		.1.1	-		-
Gross profit					-		
Administrative expens	es		 :	: 1.			-
Operating loss			 * -		•		-
Finance income					-		-
Profit before tax					-		•
Tax		· · · · · · · · · · · · · · · · · · ·			-		-
Profit for the year							÷
Other comprehensiv	e income for the	year, net of tax			-		-
Total comprehensive	income for the y	ear ear			•		-
		 	 				

All activities relate to discontinued operations.

Statement of financial position As at 31 December 2020

			Note	2020 £'000	2019 £'000
Current assets			• •		
Trade and other receivables		*	7	· · · · · · · · · •	18,298
				- 1,	18,298
Net current assets				•	18,298
Total assets less current liabilitie	s			· · · · · · · · · · · · · · · · · · ·	18,298
Net assets				· · · · · · · · · · · · · · · · · · ·	18,298
Equity					
Retained earnings		:*	8		18,298
Total shareholder's funds	· · ·		- · .	· · · · · · · · · · · · · · · · · · ·	18,298

The notes on pages 15 to 19 are an integral part of these financial statements.

These financial statements were approved by the board of directors and authorised for issue on .18 February 2022 and were signed on its behalf by:

D Bruce Director

Company registered number: 01178725

Statement of changes in equity For the year ended 31 December 2020

	Note	Share capital £'000	Share premium £'000	Capital redemption reserve £'000	Retained si earnings £'000	Total nareholder's funds £'000
Balance as at 1 January 2019		118	444	7	17,729	18,298
Share capital reduction		(118)	-	• • •	118	· · · · · · · · · · · · · · · · · · ·
Share premium reduction		-	(444)	• -	444	•
Capital redemption reserve reduction		.· -	- '	(7)	7	•
Balance as at 31 December 2019		-	· · ·	* : :: •	18,298	18,298
Balance as at 1 January 2020		-	, -	· <u>-</u>	18,298	18,298
Dividend Paid	9	-	., ÷	-	(18,298)	(18,298)
Balance as at 31 December 2020		• .		-	_	

Notes to the financial statements

1 General information

Randstad Technologies Limited (the "Company") is a private company limited by shares and incorporated and registered under the Companies Act 2006 in the United Kingdom (England and Wales). The company's principal activity was previously that of an employment business hiring out temporary and permanent staff for clients. On 1 June 2017 the company ceased trading and the intention is to liquidate the company as explained in note 2.2. The address of the company's registered office is shown on page 3.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The financial statements of Randstad Technologies Limited have been prepared under the historical cost convention, and in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101) and the Companies Act 2006, as applicable to companies using FRS 101.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to share-based payments, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions.

The reason for the exemption is due to the company being a qualifying entity that is a member of a group where the parent of that group prepares publicly available consolidated financial statements which are intended to give a true and fair view, and that the company is included in the consolidation. More details on this reporting entity can be found in Note 11.

2.2 Going concern

These financial statements have been prepared on a basis other than that of a going concern. This is due to the trade and assets of the company being sold to Randstad Solutions Limited in 2017 as part of an internal group legal restructure. As part of the sale, Randstad Solutions Limited assumed responsibility for the company's lease commitments and share option schemes. No adjustment to the financial statements arose as a result of ceasing to apply the going concern basis. It is the director's intention to liquidate the company.

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

2.3 Changes in accounting policy and disclosures

Of the new IFRSs that are mandatorily effective for the year ended 31 December 2020, none are materiality applicable or deemed relevant

2.4 Foreign exchange transactions

(a) Functional and presentation currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in 'Pounds Sterling' (£), which is also the company's functional currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2.5 Trade and other receivables

Trade and other receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less an allowance for expected credit losses.

2.6 Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are measured initially at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

2.6 Financial instruments (continued)

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Derivative financial instruments

The company did not have any derivative financial instruments in either the current year or the preceding year.

Embedded derivatives

The company did not have any embedded derivatives in either the current year or the preceding year.

Hedge accounting

The company did not have any hedging instruments in either the current year or the preceding year.

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below.

In the application of the Company's accounting policies, which are described in note 2, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make 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 directors consider that there were no critical accounting judgements in applying the company's accounting policies and that there are no key sources of estimation uncertainty.

Notes to the financial statements (continued)

4 Result for the year

Audit fees for the current period were £6,000 (2019 - £2,500), which were borne by a fellow group company. There were no non-audit fees payable to the Company's auditor (2019: none)

5 Employees and Directors

There are no persons employed by the company other than the 2 directors (2019: 2)

6 Directors' remuneration

In the current and prior year the directors received remuneration paid by Randstad UK Holding Limited in respect of their services to group companies. No recharge is made to the company for these costs and none of their remuneration is in respect of their services to the company. There were no directors in the company's defined contribution pension scheme during the current year or prior year.

7 Trade and other receivables

Amounts falling due within one year:	2020 £'000	2019 £'000
Amounts owed by group undertakings	-	18,298
	-	18,298

Amounts owed by group undertakings were made up of £nil, (2019: £18,298,000) due from Randstad Solutions Limited, a fellow wholly owned subsidiary of Randstad NV. The balance was recovered in 2020 and subsequently paid via a cash dividend to Randstad UK Holdings as per note 9.

Amounts owed to group undertakings are unsecured, bear no interest and are repayable on demand.

8 Share capital

	 2020 £'000	2019 £'000
Authorised 100 ordinary shares of 1p each	-	-
Issued and fully paid 100 ordinary shares of 1p each	 -	

The company has one class of ordinary shares, which carry no right to fixed income. During the year 2019, the company passed a special resolution to cancel 11,770,125 of its issued £0.01 ordinary shares.

Retained earnings represents retained profits and losses. The share premium reserve contains the premium arising on issue of equity shares, net of expenses.

Notes to the financial statements (continued)

9 Dividends

	2020 £'000	2019 £'000
Interim dividend for the year paid during the year to group undertaking (equivalent to 18,298,000p per share, 2019: nil)	18,298	-
	18,298	-

The payment of this dividend has been approved by the shareholders.

10 Capital and other commitments

At 31 December 2020, the company had no capital commitments (2019: £nil) and no other off balance sheet arrangements.

The company had no operating lease commitments in either the current year or preceding year.

11 Related party transactions

The company is exempt from disclosing related party transactions with other companies that are wholly owned within the Randstad NV group.

12 Controlling parties

Randstad NV, a company incorporated in the Netherlands is the ultimate parent company and controlling party. Randstad UK Holding Limited, a company incorporated in the United Kingdom, is the immediate parent company.

Copies of the ultimate parent company's consolidated financial statements, which are the smallest and largest group in which the company is consolidated, can be obtained from the Company Secretary, Randstad NV, Diemermere 25, 1112 TC Diemen, the Netherlands, its registered address.

Copies of the immediate parent company's financial statements can be obtained from the Company Secretary, Randstad UK Holding Limited. Its registered address is 450 Capability Green, Luton, Bedfordshire, LU1 3LU.