

THE SAMARITAN ENTERPRISES LIMITED

DIRECTORS REPORT AND ACCOUNTS

Year ended 31 March 2013

COMPANY NUMBER 01451175

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SAMARITANS

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Address

The Upper Mill
Kingston Road
Ewell
Surrey
KT17 2AF

+44 (0) 20 8394 8300

Registered Company Number

1451175

Bankers

Lloyds TSB Bank plc
25 Gresham Street
London
EC2V 7HN

Solicitors

Bates Wells & Braithwaite
2-6 Cannon Street
London
EC4M 6YH

Auditors

BDO LLP
Farringdon Place
20 Farringdon Road
London
EC1M 3AP

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2013

The directors submit their annual report together with the accounts for the year ended 31 March 2013

PRINCIPAL ACTIVITIES

The object of the company is to trade as a general commercial entity to procure surplus funds in order to donate such to Samaritans Central Charity. Principal activities are the operation of contractual arrangements with Network Rail aimed at tackling suicide on the railways, together with other training and sponsorship activities.

The Central Charity of Samaritans is the co-ordinating body for the 201 Samaritans branches in the UK, the Republic of Ireland, the Channel Islands and the Isle of Man, each of which is an independent charitable organisation. Samaritans provides completely confidential emotional support 24 hours a day by telephone, personal visit, email, text and letter, through its branch network – support that includes outreach activity at festivals, in prisons, hospitals, schools, the workplace and with homeless people.

REVIEW OF THE YEAR

2012/13 was the third full year of the operation of the Network Rail contract. This award winning partnership is delivered primarily through training, awareness building and postvention activities. It received further recognition in May 2012, winning the Charity Business Partnership of the Year award. As a result of its success, the partnership agreement has been extended for a further two years and will run until November 2014.

Samaritans has been training staff in the UK and Republic of Ireland for the last 10 years in simple and effective tools and techniques, to equip employees with the skills and confidence they need to handle emotional situations. Income from our Academy membership programme for corporate clients is recognised through The Samaritan Enterprises Limited. The Academy membership programme helps equip businesses with the methods and skills to confidently handle conversations with internal staff and external customers, safeguarding employee wellbeing and investing in the needs of distressed customers.

Admiral has been one of our corporate sponsors since 2010 sponsoring our London Marathon team and 24/7, our National Awareness Day.

During the year ended 31 March 2013 the company made an operating profit of £348,266 (2012 £99,117). The increase in the level of profit shown in 2012/13 reflects a substantial increase in progress towards delivering the key outcomes of the Network Rail Contract. This has enabled us to release £303,000 of deferred income in the year.

No tax charge arises in the company as all of the taxable profits are paid up to Samaritans under gift aid.

THE FUTURE

The Network Rail contract will continue to dominate Samaritans' trading operation for at least the next two years, the continued successful delivery of this project is a key priority of the whole organisation.

The intention is to continue to expand activities through The Samaritan Enterprises Limited, building on the successful partnership with Network Rail through securing similar arrangements elsewhere and further developing our sponsorship support.

RESULTS

The profit/loss on ordinary activities after gift aid was £nil (2012 £nil). No dividends have been paid or are proposed (2012 £nil).

DIRECTORS

The directors who served on the board during the year and since the year-end were as follows

R Kirby-Rider
S Krause
K Corrigan (appointed 25 January 2013)
R Howell (appointed 25 January 2013)
B Davies (resigned 25 January 2013)

None of the above had any interest in the share capital of the company or any other UK group company at the beginning or end of the year

COMPANY SECRETARY

The company secretary during the year and since the year-end was K Wilson

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 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,
- 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, to disclose with reasonable accuracy at any time the financial position of the company and to 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.

The directors confirm that so far as each director is aware, there is no relevant audit information of which the company's auditors are unaware, and each 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 auditors are aware of that information.

The report of the directors has been prepared in accordance with the special provisions relating to companies subject to the special provisions relating to the small companies regime within Part 15 of the Companies Act 2006.

The Board passed a resolution in September 2004, which removed the requirement to annually reappoint the company's auditor at an Annual General Meeting.



Rachel Kirby-Rider, Director
By order of the Board

The Upper Mill
Kingston Road
Ewell
Surrey
KT17 2AF

24 June 2013

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE SAMARITAN ENTERPRISES LIMITED

We have audited the financial statements of The Samaritan Enterprises Limited for the year ended 31 March 2013 which comprise the profit and loss account, the 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 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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 2013 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 matters 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 and the directors' report in accordance with the small companies' regime.

Ian Mathieson

Ian Mathieson (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London, United Kingdom
Date 1 July 2013

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

PROFIT AND LOSS ACCOUNT

for the year ended 31 March 2013

	<u>Notes</u>	<u>2013</u> £	<u>2012</u> £
Turnover	2	1,314,271	739,542
Cost of Sales	2	(822,605)	(531,363)
Gross Profit		<u>491,666</u>	<u>208,179</u>
Other Income	4	74,101	133,888
Administrative Costs		(217,501)	(242,950)
		<u>(143,400)</u>	<u>(109,062)</u>
Operating Profit	3	<u>348,266</u>	<u>99,117</u>
Amounts Payable to Samaritans under Gift Aid		(348,266)	(99,117)
Profit/(Loss) on Ordinary Activities Before Taxation		<u>-</u>	<u>-</u>
Tax on ordinary activities	5	-	-
Profit/(Loss) on Ordinary Activities After Taxation		<u>-</u>	<u>-</u>
Retained Profit b/f		-	-
Retained Profit for the Financial Year		<u>-</u>	<u>-</u>

There are no recognised gains or losses in the year other than those included in the above statement which have been paid or are payable under Gift Aid to Samaritans. Accordingly, no separate statement of total recognised gains and losses has been presented.

All activities are classed as continuing.

BALANCE SHEET

as at 31 March 2013

	<u>Notes</u>	<u>2013</u> £	<u>2012</u> £
Current Assets			
Stock - Goods for Resale		-	16,318
Trade Debtors		1,995	12,541
Taxation & VAT		-	27,783
Cash at Bank & In Hand		1,281,445	1,371,388
Prepayments		-	1,980
Amount owed by Parent Undertaking		84,963	-
		<u>1,368,403</u>	<u>1,430,010</u>
Current Liabilities			
Trade Creditors		87,032	3,632
Taxation & VAT		166,338	-
Deferred Income		766,667	1,070,000
Amount Donated to Parent Undertaking		348,266	356,278
		<u>1,368,303</u>	<u>1,429,910</u>
NET ASSETS		<u>100</u>	<u>100</u>
Financed by:			
Share Capital			
Authorised, Allotted & Called Up		100	100
100 Ordinary Shares of £1 each			
Retained Profit c/f		-	-
	7	<u>100</u>	<u>100</u>

These accounts were approved and authorised for issue by the Board of Directors on 24 June 2013 and signed on its behalf by

Rachel Kirby-Rider, Director



The notes on pages 9 to 11 form part of these accounts

NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2013

1. ACCOUNTING POLICIES

1.1 Basis of Accounting

The accounts have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards

1.2 Overheads

In addition to longstanding arrangements with Samaritans Central Charity, a memorandum of understanding has been agreed to deliver certain of the requirements of the Network Rail contract. In accordance with this agreement services of the Central Charity's staff have been procured. As such, this year's accounts include inter-company charges of £635,786 (2012 £677,973)

1.3 Stocks – Goods for Resale

Stock is valued at the lower of cost and net realisable value

1.4 Exemption from Preparing a Cash flow statement

The company is exempt from the requirement of Financial Reporting Standard 1 'Cash Flow Statements (Revised)' to present a cash flow statement because it is a wholly owned subsidiary of a parent undertaking whose consolidated financial statements contain a cash flow statement

1.5 Network Rail Contract

The contract with Network Rail "Tackling Suicides on the Railway" sets out key deliverables and indicative budgets into the following categories

- Training
- Outreach
- Communication
- Evaluation
- Overheads

Revenue is thereby recognised as services are provided in accordance with the requirements of the contract

The total value of the Network Rail contract over the five years to November 2014 is £5,000,000 and payment is received in advance in five equal instalments of £1,000,000 each year. As at 1 April 2012 the deferred income was £1,070,000 (representing instalments received in advance of the relevant activities being delivered). During 2012/13 substantial progress was made towards delivery of the programme outcomes and as a result the deferred income carried forward at the end of the financial year has reduced to £766,667. The total income recognised on the Network Rail contract during the year is therefore £1,303,333

2. TURNOVER

Turnover is attributable to the principal activity of the company and relates wholly to the United Kingdom market

TRADING STATEMENT

	Partnership Activities - Network Rail <u>2013</u> £	Other Goods <u>2013</u> £	Total Goods <u>2013</u> £	Total Goods <u>2012</u> £
Sales Income	1,303,333	10,938	1,314,271	739,542
Turnover	1,303,333	10,938	1,314,271	739,542
NWR Project costs	(806,310)	-	(806,310)	(436,844)
Other Trading Costs		(16,295)	(16,295)	(94,519)
Cost of Sales	(806,310)	(16,295)	(822,605)	(531,363)
Gross Profit	497,023	(5,357)	491,666	208,179

3. OPERATING PROFIT

The Operating Profit figure is stated after charging

	<u>2013</u> £	<u>2012</u> £
Auditor remuneration – audit fee	1,650	1,600

4. ANALYSIS OF OTHER OPERATING INCOME

	<u>2013</u> £	<u>2012</u> £
Training	22,000	6,667
Sponsorship	50,070	127,121
Donation	2,031	100
	<u>74,101</u>	<u>133,888</u>

5. TAXATION

	<u>2013</u>	<u>2012</u>
(a) Analysis of tax charge in the year	£	£
Current tax		
UK corporation tax on profits of the year	-	-
Adjustments in respect of prior year	-	-
	<u>-</u>	<u>-</u>
Tax on profit on ordinary activities	<u>-</u>	<u>-</u>
(b) Factors affecting tax charge for the year		
(Loss)/ Profit on ordinary activities before tax	<u>-</u>	<u>-</u>
(Loss) / Profit on ordinary activities multiplied by the standard rate of corporation tax of 20% (2012 21%)	-	-
Effects of		
Gift aid	-	-
Loss carried back	-	-
Adjustment with respect to prior year	-	-
	<u>-</u>	<u>-</u>
Current tax (credit) / charge for the period	<u>-</u>	<u>-</u>

6. DIRECTORS AND EMPLOYEES

There were no employees during either the current or prior year

The directors did not receive any remuneration during the year (2012 £nil) for their services as directors of this company. One director is also an employee of the parent company, Samaritans, and as such received remuneration in that capacity

7. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

SHAREHOLDERS' FUNDS	<u>2013</u>	<u>2012</u>
	£	£
Shareholders' funds at 1 April	(100)	(100)
Retained Profit b/f	-	-
Retained Profit for the Year	-	-
Shareholders' Funds at 31 March	<u>(100)</u>	<u>(100)</u>

8. ULTIMATE HOLDING COMPANY AND CONTROLLING PARTY

The ultimate holding company (which is the only group company to prepare consolidated accounts that include the company) and controlling party is Samaritans, a registered charity incorporated in England. A copy of the Accounts of the holding company can be obtained by writing to the Company Secretary at the Registered Office at The Upper Mill, Kingston Road, Ewell, Surrey KT17 2AF

9. RELATED PARTY TRANSACTIONS

The company has carried out various transactions with its parent undertaking. The company has taken advantage of the exemption from disclosing details of those transactions, as permitted under FRS8 "Related Party Disclosures"