

THE SAMARITAN ENTERPRISES LIMITED

DIRECTORS REPORT AND ACCOUNTS

Year ended 31 March 2018

COMPANY NUMBER 01451175



SAMARITANS

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Address:

The Upper Mill
Kingston Road
Ewell
Surrey
KT17 2AF

Registered Company Number:

01451175

Bankers:

Lloyds Bank plc
25 Gresham Street
London
EC2V 7HN

Solicitors:

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

Auditor:

Crowe Clark Whitehill LLP
St Bride's House
10 Salisbury Square
London
EC4Y 8EH

DIRECTORS

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

R. Howell
M. Rogerson

None of the directors 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 was as follows:

B. Anstey

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2018

The directors submit their annual report together with the accounts for the year ended 31 March 2018.

PRINCIPAL ACTIVITIES

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

REVIEW OF THE YEAR

This was the last year of programme delivery under the current contract with Network Rail. The contract was extended for another two years to March 2020. This award winning partnership is delivered primarily through suicide prevention activities such as training, awareness raising through a national communications campaign and developing partnerships through local community outreach work along with postvention activities such as providing Samaritans support at stations following an incident.

Samaritans is the host organisation and co-chair of the National Suicide Prevention Alliance (NSPA). The NSPA is a cross-sector, England-wide, coalition committed to reducing the number of suicides in England and improving support for those bereaved or affected by suicide. As part of this collaboration, a public conference "Local Action: National Impact" was held during the year to bring together people involved in suicide prevention, to share best practice and consult on priorities for the future. Income from these conferences is recognised through The Samaritan Enterprises Limited.

Samaritans continued its partnership with Highways England, focussing on best practice and strategy in relation to suicide prevention and intervention on the road network.

For the year ended 31 March 2018 the company made an operating profit of £115,000 (2017: £119,000).

No tax charge arises in the company as all of the taxable profits are paid up to Samaritans under gift aid. The profit/loss on ordinary activities after gift aid was £nil (2017: £nil). No dividends have been paid or are proposed (2017: £nil).

THE FUTURE

The Samaritan Enterprises Limited and Network Rail have extended their partnership from March 2018 for a further two years.

The Company will seek to build on this successful partnership and secure similar arrangements elsewhere and further develop its sponsorship and fundraising activities.

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.

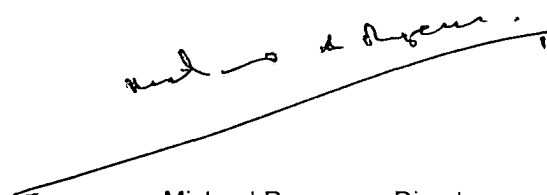
In preparing these financial statements the directors are required to:

- 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.



Michael Rogerson, Director
By order of the Board

The Upper Mill
Kingston Road
Ewell
Surrey
KT17 2AF

Date: 26 July 2018

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

Opinion

We have audited the financial statements of The Samaritan Enterprises Limited for the year ended 31 March 2018 which comprise the Profit and Loss Account, the Balance Sheet and notes to the financial statements, including a summary of significant accounting policies.

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

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.

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2018 and of its profit/ for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

Other information

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

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

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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 material misstatements in directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the company, 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 and from the requirement to prepare a strategic report.

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

N. Hashemi

Naziar Hashemi

Senior Statutory Auditor

For and on behalf of

Crowe U.K. LLP

Statutory Auditor

London, UK

Date: *2/8/18*

PROFIT AND LOSS ACCOUNT

For the year ended 31 March 2018

	<u>Notes</u>	2017/18 £'000	2016/17 £'000
Turnover	2	1,291	1,344
Cost of Sales		(1,002)	(1,027)
Gross Profit		<u>289</u>	<u>317</u>
Other operating income	4	1	7
Administrative Costs		(175)	(204)
		<u>(174)</u>	<u>(197)</u>
Profit Before Taxation	3	<u>115</u>	<u>120</u>
Tax on ordinary activities	6	-	-
Profit After Taxation		<u>115</u>	<u>120</u>

STATEMENT OF INCOME AND RETAINED EARNINGS

Retained profit brought forward	-	-
Total comprehensive income/(expense) for the year	115	120
Gift aid distribution to parent charity	<u>(115)</u>	<u>(120)</u>
Retained profit carried forward	<u>-</u>	<u>-</u>

The profits for 2017/18 will be paid over to the charity under gift aid within nine months after the year end.

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.

The notes on pages 10 to 11 form part of these accounts.

**Company No. 01451175
BALANCE SHEET**

As at 31 March 2018

	<u>Notes</u>	2018 £'000	2017 £'000
Current Assets			
Trade debtors	5	89	1,398
Accrued Income		50	18
Cash at bank and in hand		485	417
Amount owed by parent undertaking		5	1
		<u>629</u>	<u>1,834</u>
Current Liabilities			
Trade creditors and accruals		54	101
Taxation including VAT	6	23	206
Deferred Income	7	222	1,206
Amount owed to parent undertaking		219	201
Amount donated to parent undertaking		111	120
		<u>629</u>	<u>1,834</u>
NET ASSETS		<u>-</u>	<u>-</u>
Financed by:			
Share capital			
Authorised, Allotted & Called Up		-	-
100 Ordinary Shares of £1 each			
Retained Profit		-	-
SHAREHOLDERS' FUNDS		<u>-</u>	<u>-</u>

These accounts were approved and authorised for issue by the Board of Directors on

and signed on its behalf by:



Michael Rogerson, Director 26 July 2018

The notes on pages 10 to 11 form part of these accounts.

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2018

1. ACCOUNTING POLICIES

1.1 Basis of accounting

The accounts have been prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards, including Financial Reporting Standard 102 ("FRS 102") Section 1A Small Entities.

1.2 Overheads

A memorandum of understanding has been agreed with Samaritans Central Charity to deliver certain requirements of the Network Rail contract. In accordance with these agreements, services of the Central Charity have been procured. As such, this year's accounts include inter-company charges of £804,688 (2017: £817,373).

1.3 Revenue recognition

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

1.4 Operating lease

Expenditure on the operating lease is accounted for on a straight-line basis over the length of the lease.

2. TURNOVER

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

3. OPERATING PROFIT

This is stated after charging:

	<u>2017/18</u>	<u>2016/17</u>
	£	£
Auditor's remuneration – audit fee	3,650	2,855

4. ANALYSIS OF OTHER OPERATING INCOME

	<u>2017/18</u>	<u>2016/17</u>
	£	£
Interest received	1,315	6,509
	<u>1,315</u>	<u>6,509</u>

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2018

5. TRADE DEBTORS

These balances relate to trade debtors outstanding at the end of each year.

6. TAXATION INCLUDING VAT

These balances relate to VAT payable at 31 March 2018 and VAT due at 31 March 2018.

All profits are gifted to Samaritans Central Charity. There is therefore no profit chargeable to corporation tax and subsequently no corporation tax charge.

7. DEFERRED INCOME

Deferred income represents instalments received in advance of the relevant activities being delivered on the Network Rail contract. Deferred income of £1,206,000 (2016/17: £1,251,000) was brought forward from prior year with £38,000 (2016/17: £1,193,000) deferred during the year and £1,022,000 (2016/17: £1,238,000) has been utilised in the year and released to income.

8. DIRECTORS AND EMPLOYEES

There were no employees during either the current or prior year. Persons working on the Network Rail contract and other services provided by the Company have employment contracts with Samaritans, the parent organisation.

The directors did not receive any remuneration during the year (2017: £nil) for their services as directors of this company.

9. OPERATING LEASE COMMITMENTS

At 31 March 2018 there were no operating lease commitments due within one year (2017: no operating lease commitments), and none due between 2 to 5 years or over 5 years.

10. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

SHAREHOLDERS' FUNDS	<u>2018</u>	<u>2017</u>
	£	£
Shareholders' funds at 1 April	100	100
Retained Profit for the Year	-	-
Shareholders' Funds at 31 March	<u>100</u>	<u>100</u>

11. 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.

12. RELATED PARTY TRANSACTIONS

The Company was charged £805,000 (2017: £817,000) during the year by its parent undertaking in relation to the Network Rail contract. The Company donates any surpluses to Samaritans under Gift Aid; for 2017 this amounted to £115,000 (2016: £119,000). At the year-end, £330,000 was due to Samaritans (2017: £321,000).

13. COMPANY INFORMATION

The company is a private limited company, which is incorporated and registered in England (no. 01451175). The address of the registered office is The Upper Mill, Kingston Road, Ewell, Surrey, KT17 2AF.