Registered number: 1990916

STRATTON HOUSE LEASING LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

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COMPANY INFORMATION

Directors

C B T Filby (appointed 30 September 2019)
P M Haughey (appointed 30 September 2019, resigned 31 August 2020)
K J Hampson (appointed 1 September 2020)

C J Stead DPF Fagan

Company secretary

C J Stead

Registered number

1990916

Registered office

Riverbank

Meadows Business Park

Camberley Surrey GU17 9AB

Independent auditor

KPMG LLP, Statutory Auditor

Chartered Accountants 15 Canada Square Canary Wharf

London E14 5GL

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The Directors present their report and the financial statements for the year ended 31 December 2019.

Directors' responsibilities statement

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 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.

COVID-19

In early 2020 a global pandemic of a new coronavirus (COVID-19) arose. While the Company is not directly affected by the pandemic, areas of operation of Rentokil Initial plc and its subsidiaries ("the Group"), of which the Company is a member, have been.

Given the uncertainty and the unknown duration of the pandemic and the reduced economic outlook, the directors of Rentokil Initial plc have assessed the Group financial position and have modelled its cash flows for the next 18 months. This includes assessing the impact of COVID-19, factoring in severe but plausible downside scenarios on the Group's financial position, which would result in a reduction in Group revenue and earnings. Despite these projections the Group is anticipated to remain within its liquidity headroom and within its banking covenants. While the Group will not be immune to the impact of COVID-19 the Group's strategy has positioned it well to deal with the challenges it presents and there are not expected to be any issues of going concern.

The directors have received confirmation from Rentokil Initial 1927 plc (a subsidiary of Rentokil Initial plc) of its intention to financially support the Company, such that the Company could meet its obligations as they fall due for at least 12 months from the date of the directors' approval of these financial statements.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2019

Directors

The Directors who served during the year were:

C B T Filby (appointed 30 September 2019)
P M Haughey (appointed 30 September 2019, resigned 31 August 2020)
C J Stead
D P F Fagan

Disclosure of information to auditor

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as each Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- each Director has taken all the steps that ought to have been taken as a in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

Under section 487(2) of the Companies Act 2006, KPMG LLP, Statutory Auditor will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

Small companies note

In preparing this report, the Directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

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C J Stead Secretary

Date: 14 October 2020

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STRATTON HOUSE LEASING LIMITED

Opinion

We have audited the financial statements of Stratton House Leasing Limited ("the company") for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the summary of significant accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going Concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Directors' Report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STRATTON HOUSE LEASING LIMITED (CONTINUED)

statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- · we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilites

As explained more fully in their statement set out on page 1, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STRATTON HOUSE LEASING LIMITED (CONTINUED)

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our resposibilities

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.

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Gemma Hancock (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

15 Canada Square Canary Wharf London F14 5GL

14 October 2020

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2019

		2019 £000	2018 £000
Income from fixed assets investments	6	-	3,229
Interest receivable and similar income		9	69
Interest payable and expenses		(2,155)	(2,042)
(Loss)/profit before tax	-	(2,146)	1,256
Tax on (loss)/profit	7	-	-
(Loss)/profit for the financial year	- -	(2,146)	1,256
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There was no other comprehensive income for 2019 (2018:£NIL).

The notes on pages 9 to 17 form part of these financial statements.

STRATTON HOUSE LEASING LIMITED REGISTERED NUMBER: 1990916

BALANCE SHEET AS AT 31 DECEMBER 2019

	Note	2019 £000	2018 £000
Fixed assets			
Investments	8	5,511	5,511
	-	5,511	5,511
Current assets		·	
Debtors: amounts falling due within one year	9	14,000	115,917
Cash at bank and in hand	10	72	31
	-	14,072	115,948
Creditors: amounts falling due within one year	11	(20,312)	(120,042)
Net current liabilities	-	(6,240)	(4,094)
Net (liabilities)/assets	-	(729)	1,417
Capital and reserves	=		
Profit and loss account		(729)	1,417
	-	(729)	1,417

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Chris Filby Chris Filby (Oct 14, 2020 10,14 CMT+1)

C B T Filby Director

Date: 14 October 2020

The notes on pages 9 to 17 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2019

	Called up share capital £000	Profit and loss account £000	Total equity £000
At 1 January 2018	-	161	161
Comprehensive income for the year			
Profit for the year	-	1,256	1,256
Total comprehensive income for the year	-	1,256	1,256
At 1 January 2019		1,417	1,417
Comprehensive income for the year			
Loss for the year	-	(2,146)	(2,146)
Total comprehensive income for the year	-	(2,146)	(2,146)
At 31 December 2019		(729)	(729)

The notes on pages 9 to 17 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

Stratton House Leasing Limited is a company incorporated in England and Wales and domiciled in the United Kingdom .The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the financial statements. The Company is a wholly owned subsidiary of Rentokil Initial plc group ("the Group") and operates as part of the Group's central division.

The Company is exempt, by virtue of section 400 of the Companies Act 2006, from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The presentation currency used is sterling and amounts have been presented in round thousands (£000).

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions
 entered into between two or more members of a group, provided that any subsidiary which is a
 party to the transaction is wholly owned by such a member

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.3 Going concern

Notwithstanding net liabilities of £729,000, net current liabilities of £6,240,000 as at 31 December 2019, and a loss for the year ended of £2,146,000, the financial statements have been prepared on a going concern basis. The directors consider this to be appropriate for the following reasons.

The company will have sufficient funds, through funding if required from its fellow subsidiary Rentokil Initial 1927 plc, to meet its liabilities as they fall due for at least 12 months from the date of the directors' approval of these financial statements.

Rentokil Initial 1927 plc has indicated its intention to continue to make available such funds as are needed by the company, and that it does not currently intend to seek repayment of the amounts due at the balance sheet date of £20,311,795 for a period of at least 12 months from the date of the approval of these financial statements.

As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

The ability of Rentokil Initial 1927 plc to continue as a going concern is itself supported by the Group's ultimate parent company, Rentokil Initial plc, providing financial support to Rentokil Initial 1927 plc. Rentokil Initial plc has indicated its intention to continue make available such funds as are needed by Rentokil Initial 1927 plc for a period of at least 12 months from the directors' approval of its financial statements and for any period as long as Rentokil Initial 1927 plc remains a member of the Rentokil Initial plc group. The directors of Rentokil Initial 1927 plc acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

2.4 Impact of new international reporting standards, amendments and interpretations

IFRS 16

There are no material adjustments required to be made to the Company's financial statements as a result of the application of IFRS 16.

2.5 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.6 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.8 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.10 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.11 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets and financial liabilities are initially measured at fair value.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Debt instruments at amortised cost

Debt instruments are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling the financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Impairment of financial assets

The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The Company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The only estimate and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is discussed below.

(a) Impairment of investments

The Company is required to test for impairment whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. The recoverable amount is determined based on value in use calculations. The use of this method requires the estimation of future cash flows and the choice of a discount rate in order to calculate the present value of the cash flows. An impairment test was carried out in 2019 and no investments were found to be impaired.

4. Operating profit

There is no charge to the profit and loss account for auditor's remuneration as the costs of the Company's audit are borne by another group company. The audit fee for the year ended 31 December 2019 was £2,550 (2018: £2,550). There are no other fees payable to KPMG LLP (2018: £NIL).

5. Employees and directors

The company has no employees (2018 NIL). The directors received no emoluments or fees in respect of qualifying services to the Company, nor did they have any retirement benefits accruing to them under defined benefit pension schemes (2018 £NIL).

6. Income from investments

	2019 £000	2018 £000
Dividends received from unlisted investments	-	3,229
	-	3,229

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

7. Taxation

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2018 - higher than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £000	2018 £000
(Loss)/profit on ordinary activities before tax	(2,146)	1,256
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%) Effects of:	(408)	239
Non-taxable income	-	(614)
Unrelieved tax losses carried forward	(175)	(165)
Transfer pricing adjustments	583	540
Total tax charge for the year	-	-

Factors that may affect future tax charges

It was announced in the UK Budget 2020, that the proposed reduction in the UK corporation tax rate from 19% to 17%, which was due to come into force from 1 April 2020 as enacted in UK law at the Balance Sheet date, would be cancelled.

As a result, the UK tax rate remains at 19%. The UK deferred tax asset at 31 December 2019 has been calculated based on the corporation tax rate that is expected to apply when the asset is realised.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

8. Fixed asset investments

	Investments in subsidiary companies £000
Cost or valuation	
At 1 January 2019	5,511
At 31 December 2019	5,511

Subsidiary undertakings

The following were the direct and indirect related undertakings of the Company:

Name	Registered office	Class of shares	Holding
Rentokil Initial Investments South Africa	Riverbank, Meadows Business Park, Blackwater, Camberley, Surrey	Ordinary	100%
Rentokil Initial (Pty) Limited	No 7 Arrival Centre, Kofi Annan Road, Maseru, Lesotho	Ordinary	100%
RI Swaziland (Pty) Limited	Umkhiwa House, Lot 195 Karl Grant Street, Mbabane Swaziland.	Ordinary	100%
Rentokil Initial Mozambique Limitada	Avenida da Namaacha kilometro 6,Residencial Mutateia, Cidadeda Matola, Mozambique.	Ordinary	100%
Rentokil Initial (Pty) Limited	2 Stignant Road, Claremont 7708, South Africa	Ordinary	75%
Rentokil Initial (Dikapi) JV Pty Limited	2 Stignant Road, Claremont 7708, South Africa	Ordinary	59%
Cannon Hygiene (SA) Propietary Limited	Unit D1 Connaught Park, Riley Road,Beaconvale, Parrow, 7000, South Africa	Ordinary	100%

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

9.	Debtors		
		2019 £000	2018 £000
	Amounts owed by group undertakings	14,000	115,917
		14,000	115,917
	Amounts owed by group undertakings are unsecured, interest free and are re	payable on dem	and.
10.	Cash and cash equivalents		
		2019 £000	2018 £000
	Cash at bank and in hand	72	31
		72	31
11.	Creditors: Amounts falling due within one year		
		2019 £000	2018 £000
	Amounts owed to group undertakings	20,312	120,042
		20,312	120,042
	Amounts owed to group undertakings are unsecured, interest free and are rep	oayable on dema	and.
12.	Share capital		
		2019 £	2018 £
	Authorised, allotted, called up and fully paid		
	2 (2018 - 2) ordinary shares of £1 each	2	2
13.	Post balance sheet events		

13. Post balance sheet events

There were no significant post balance sheet events affecting the Company since December 2019.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

14. Controlling party

The Company's immediate parent is Rentokil Limited. The Company's ultimate parent company is Rentokil Initial plc, which forms the only group into which the financial statements of the Company are consolidated. The consolidated financial statements of Rentokil Initial plc are available from Rentokil Initial plc, Riverbank, Meadows Business Park, Blackwater, Camberley, Surrey, GU17 9AB.