GBM Support Services Group Limited (Registered Number 2078208)

Directors' report and accounts

For the 52 weeks ending 28 December 2008

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Directors' report for the 52 weeks ended 28 December 2008

The directors have pleasure in submitting their report and the audited consolidated financial statements of the Company and its subsidiaries for the 52 weeks ended 28 December 2008.

Business review

The principal activity of the Company is the holding of investments. The principal activity of the Group is the provision of national facilities management service (soft services only) to a broad range of companies in the Commercial, Retail and Industrial sectors of the market place.

The Directors believe that the Group has performed satisfactorily during the period and will continue to do so in the future.

The key business risk affecting the Company is the ongoing competition from both national and local suppliers of similar services in a very price competitive market place. The outlook for 2009 is difficult; all parts of our business are feeling the effects of the credit crunch which in turn will drive down our margins. However, the directors are confident that we have a strong portfolio to manage our way through these turbulent times and envisage limited revenue and profit growth in 2009.

Given the straightforward nature of the business the Group's directors are of the opinion that analysis using KPI's is not necessary for an understanding of the development performance or position of the business.

Finally, the directors would like to express their thanks to all the employees throughout the Group for their ongoing hard work and commitment in a demanding market place.

Dividends and results

An ordinary dividend for the period to 28 December 2008 of £2,000,000 was paid in the period (2007:£Nil).

The profit after tax for the period of £1,627,727 has been taken to reserves (2007: £2,064,644).

Directors

The Directors who held office during the period were:

J Pyner

DW Ogden

DJ Buckley

R Lane-Smith

Financial risk management

The Group's operations in a diverse market place help to minimise its exposure to financial risk. The Group has in place a risk management programme that seeks to limit adverse effects on the financial performance of the Group.

Foreign exchange risk

The Group is not exposed to foreign exchange risk as the Group operates wholly within the United Kingdom.

Interest rate risk

The company is self funded and is not exposed to changes in the cost of borrowing.

Credit rate risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties. The company takes an aggressive approach to debtor management and liaises closely with its client base to minimize any risk of non-payment of debts.

Liquidity risk

Ultimate responsibility for liquidity risk management rests with the Board of Directors. The Board has built an appropriate liquidity risk management framework for the management of the Group's short, medium, and long-term funding and liquidity risk management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities through cash flow forecasting, acquisition planning and monitoring working capital and capital expenditure requirements on an ongoing basis.

Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns to shareholders. The Group defines capital as share capital plus reserves. The Group is not subject to any externally imposed capital requirements.

Employees

The Company is mindful of its responsibilities in respect of disabled persons and gives active encouragement to their employment when a suitable vacancy occurs. Continuity of employment is maintained wherever possible for those becoming disabled, with redeployment or retraining being offered where necessary. Promotion of employees is entirely on merit; disability is not a factor, providing an individual can satisfy the requirements of the job.

Throughout the Company there is close consultation between management and other employees on matters of concern. Overall, the Company endeavours to keep its employees well informed about the progress and position of the Company in order that they may participate fully in these matters.

Donations

The Group made charitable donations totalling £2,050 (2007: £1,548) in the period to local charities.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial 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). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing those financial statements the directors are required:

- to select suitable accounting policies and apply them consistently;
- to make judgements and estimates that are reasonable and prudent;
- to state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained to the financial statements;
- to prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business

The directors confirm they have complied with the above requirements.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

For each of the persons who were directors at the time this report was prepared, the following applies:

- so far as the directors are aware, there is no relevant information of which the company's auditors are unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s2342A of The Companies Act 1985.

Auditors

A resolution to reappoint PricewaterhouseCoopers LLP as auditors to the Company will be proposed at the Annual General Meeting.

By Order of the Board

DW Ogden

Company secretary

18th May, 2009

Independent auditors' report to the members of GBM Support Services Group Limited

We have audited the group and parent company financial statements (the "financial statements") of GBM Support Services Group Limited for the 52 weeks ended 28 December 2008 which comprise the Group profit and loss account, the Group and Company balance sheets, the Group cash flow statement and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

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

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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

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

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

Basis of audit opinion

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

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

Independent auditor's report to the members of GBM Support Services Group Limited (continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and the parent company's affairs as at 28 December 2008 and of the group's profit and cash flows for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

PricewaterhouseCoopers LLP

Chartered Accountants and Registered Auditors

London

20 May 2009

Group profit and loss account for the 52 weeks ended 28 December 2008

	Note	Period 52 weeks to 28 December 2008 £	Period 52 weeks to 30 December 2007 £
Turnover	2	45,212,287	44,428,391
Cost of sales	mpanganga 114 (1844), stansanga sa Majandapanda Sala o 148 S. Pa	(39,674,060)	(37,735,795)
Gross profit		5,538,227	6,692,596
Administrative expenses	ne na ammenana rasamen e e e e e	(3,446,516)	(3,957,530)
Operating profit		2,091,711	2,735,066
Bank interest receivable		234,443	266,752
Profit on ordinary activities before taxation	3	2,326,154	3,001,818
Taxation	6	(698,415)	(937,174)
Profit after Taxation		1,627,739	2,064,644

The above activities all relate to continuing operations.

The company has no recognised gains or losses other than the profit above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and the profit for the period and their historical cost equivalents.

Group balance sheet as at 28 December 2008

	Note	28 December 2008	30 December 2007	
		£	£	
Fixed assets				
Tangible assets	8	139,943	111,067	
Current assets				
Debtors	10	8,628,875	6,763,472	
Cash at bank and in hand	17	3,300,584	6,570,190	
		11,929,459	13,333,662	
Creditors (amounts falling due within one year)	11	(5,483,662)	(6,486,728)	
ordanos famounas faming due within one year,	17	(=, ===,	(0,100,120)	
Net current assets		6,445,797	6,846,934	
Total assets less current liabilities		6,585,740	6,958,001	
Our Half and annual				
Capital and reserves				
Called up share capital				
Equity	13	1,000	1,000	
Non equity	13	99,490	99,490	
Profit and loss account (all attributable to equity)	14	6,485,250	6,857,511	
Total shareholders' funds	15	6,585,740	6,958,001	

Approved by the Board on 18th May, 2009

J **P**yner Director

Company balance sheet as at 28 December 2008

	Note	28 December 2008	30 December 2007
Fixed assets		£	£
		74.004	74.004
Investment in subsidiaries	9	71,081	71,081
Current assets			
Debtors	10	354,234	354,234
Net current assets		354,234	354,234
Total assets less current liabilities		425,315	425,315
	.		
Capital and reserves			
Called up share capital			
Equity	13	1,000	1,000
Non equity	13	99,490	99,490
Profit and loss account (all attributable to equity)	14	324,825	324,825
Total shareholders' funds	15	425,315	425,315

Approved by the Board on 18th May, 2009

J Pyner Director

Group cash flow statement for the 52 weeks ended 28 December 2008

	Note	Period 52 weeks to 28 December	Period 52 weeks to 30 December
	HOLE	2008	2007
•		£	£
Net cash (outflow)/ inflow from operating activities	16	(312,606)	1,325,063
Returns on investment and servicing of finance			
Interest received	Daniel Co.	234,443	266,751
Net cash inflow from investments and finance	THE STREET STREET STREET	234,443	266,751
Taxation			
Corporation tax paid		(929,414)	(768,518)
Capital expenditure			
Payments to acquire tangible fixed assets		(279,889)	(222,139)
Proceeds from sale of tangible fixed assets	10 10g mil.	17,860	45,535
Net cash outflow from capital expenditure		(262,029)	(176,604)
Equity dividends paid		(2,000,000)	-
(Decrease)/ Increase in cash	17	(3,269,606)	646,693

Notes to the accounts for the 52 weeks ended 28 December 2008

1 Accounting policies

Accounting convention

These financial statements are prepared under the historical cost convention and in accordance the Companies Act 1985 and with applicable accounting standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently with the prior year, is set out below.

Financial period

The company prepares its financial statements to the last Sunday December. Accordingly the current financial period represents the 52 weeks ended 28 December 2008 (prior period – 52 weeks ended 30 December 2007).

Basis of consolidation

The Group financial statements consolidate the results of the Company and its subsidiary undertakings for the period ended 28 December 2008.

Depreciation

Tangible fixed assets are recorded at costs, together with any incidental costs of acquisition. Depreciation is provided on a straight line basis to write down the cost of tangible fixed assets to their estimated residual value over their expected useful lives. Annual rates of depreciation are:

Motor vehicles	50%
Plant and machinery	50%
Fixtures & Fittings	50%
Office equipment	50%

A full year's depreciation is charged in the year of acquisition.

Assets are written off in the period in which they have been fully depreciated.

Operating leases

Rental charges under operating leases are charged to the profit and loss account as incurred.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more, or a right to pay less, tax in the future have occurred at the balance sheet date. An asset is not recognised to the extent that the transfer of the economic benefits in the future is uncertain. Deferred taxation is calculated at the rates at which it is estimated that tax will arise. Deferred tax assets and liabilities have not been discounted.

Pensions

The Group operates a money-purchase, defined contribution pension scheme. Contributions made by the Group are charged to the profit and loss account as they fall due.

Notes to the accounts for the 52 weeks ended 28 December 2008

Turnover

Turnover consists of contracted revenue, which is recognised on straight line basis over the contacted period, and ad hoc revenue, which is recognised when the service is completed, for services and goods provided to customers, excluding value added tax, and relates exclusively to their provision within the United Kingdom.

2 Turnover

All turnover arises in respect of activities carried out wholly in the United Kingdom.

3 Profit on ordinary activities before taxation

This is arrived at after charging/(crediting):

5 5 (5,	Group	
	Period 52 weeks to 28 December 2008	Period 52 weeks to 30 December 2007
	£	£
Depreciation	248,513	228,826
Auditors' remuneration - for audit services	35,000	35,000
- for non-audit services	9,000	50,000
Operating lease rentals - hire of machinery and equipment	262,147	235,025
Operating lease rentals - other	223,500	257,022
Profit on sale of tangible fixed assets	17,860	45,535
Exceptional item – money purchase scheme	-	400,000
Exceptional item – holiday pay	(75,000)	(529,000)

The audit fee of the Company is borne by other Group companies.

4 Employees

	Group	
	Period 52 weeks to 28 December 2008	Period 52 weeks to 30 December 2007
Wages and salaries Social security costs	31,744,851 2,585,431	30,509,026 2,473,976
Other pension costs	270,820 34,601,102	770,482 33,753,484

The average number of persons employed during the period was 2,369 (2007: 2,270) by the Group of which 4 (2007: 5) are employed by the company.

Notes to the accounts for the 52 weeks ended 28 December 2008

5 Directors' emoluments

	Group	
	Period 52 weeks Period 52 week	
	to 28 December	to 30 December
	2008	2007
	£	£
Aggregate emoluments paid to directors of the Company	510,000	395,648
Company contributions paid to a money purchase pension scheme	-	456,646
Compensation for loss of office	-	25,850
	510,000	878,144
Retirement benefits are accruing to 2 (2007: 3) directors under	a money purchase	pension scheme.
	Period 52 weeks	Period 52 weeks
	to 28 December	to 30 December
	2008	2007
Highest Paid Director	£	£
Aggregate emoluments	300,000	405,000

6 Tax on profit on ordinary activities

	Period 52 weeks to 28 December 2008 £	Period 52 weeks to 30 December 2007 £
Current Tax:		
UK corporation tax on profits of the period	707,176	911,671
Adjustment in respect of previous periods	46,440	(18,318)
Total current tax	753,616	893,353
Deferred taxation:		
Origination and reversal of timing differences	(55,201)	43,821
Tax on profit on ordinary activities	698,41 <u>5</u>	937,174

Notes to the accounts for the 52 weeks ended 28 December 2008

The tax assessed for the period is higher (2007: lower) than the standard rate of corporation tax in the UK (30%). The differences are explained below:

	Period 52 weeks to 28 December 2008	Period 52 weeks to 30 December 2007
	£	£
Profit on ordinary activities multiplied by standard rate in the UK		
28.5% (2007: 30%)	662,954	900,545
Effects of:		
Expenses not deductible for tax purposes	18,493	20,344
Accelerated capital allowances / other timing differences	25,729	(8,331)
Tax at marginal rates	•	(887)
Adjustments to tax in respect of previous period	46,440	(18,318)
Total current tax charge	753,616	893,353

7 Dividends

The amount of dividends paid and proposed on the Company's ordinary shares during the period were:

	Group	
	Period 52 weeks	Period 52 weeks
	to 28 December	to 30 December
	2008	2007
	£	£
Interim dividend of £2,000 (2007: £nil) per ordinary share	2,000,000	-
	2,000,000	

Notes to the accounts for the 52 weeks ended 28 December 2008

8 Tangible assets

Group					
	Motor	Fixtures and	Plant &	Office	
	Vehicles	Fittings	Machinery	Equipment	Total
		£	£	£	£
30 December 2007	29,917	7,190	163,440	21,592	222,139
Additions	-	27,297	249,022	1,069	277,388
Disposals	(29,917)	(7,190)	(163,440)	(21,592)	(222,139)
28 December 2008	•	27,297	249,022	1,069	277,388
Depreciation					
30 December 2007	14,959	3,595	81,722	10,796	111,072
Charge for period	14,958	17,244	204,980	11,331	248,513
Disposals	(29,917)	(7,190)	(163,440)	(21,592)	(222,139)
28 December 2008	<u>-</u>	13,649	123,262	535	137,445
Net book value					
28 December 2008	-	13,649	125,760	534	139,943
30 December 2007	14,958	3,595	81,718	10,796	111,067

Investments in subsidiary undertakings 9

	Comp	Company		
	28 December 2008 £			
Bought forward	71,081	71,081		
Closing balance	71,081	71,081		

Details of the Company's subsidia	ary undertakings are	e as follows:		
	Principal activity	Country of registration	Percentage of ordinary sha capital held	
			28 December 2008	30 December 2007
GBM Services Limited	Cleaning services	England	100%	100%
Civic Maintenance Services Limited	Cleaning services	England	100%	100%
GBM Services (Scotland) Limited	Cleaning services	England	100%	100%

All subsidiaries are included in the consolidation.

Notes to the accounts for the 52 weeks ended 28 December 2008

10 Debtors

	Group		Company	
	28 December	30 December	28 December	30 December
	2008	2007	2008	2007
	£	£	£	£
Trade debtors	7,428,940	5,229,433	-	•
Amounts owed by Group undertaking	-	-	354,234	354,234
Other debtors	230,267	279,249	-	-
Prepayments and accrued income	861,602	1,201,925	-	-
Deferred tax asset	108,066	52,865		-
	8,628,875	6,763,472	354,234	354,234
			28 December	30 December
			2008	2007
			£	£
The deferred tax asset is made up a	as follows:			
Accelerated capital allowances			88,555	32,339
Short term timing differences			19,511	20,526
Total deferred tax asset			108,066	52,865

The company has no unrecognised deferred tax assets or liabilities.

11 Creditors (amounts falling due within one year)

	Gro	ир	Company		
	28 December	30 December	28 December	30 December	
	2008	2007	2008	2007	
	£	£	£		
Trade creditors	634,367	715,402	-	-	
Corporation tax	342,704	518,490	-	-	
Other taxation and social security	2,158,098	2,685,581	-	-	
Other creditors	1,468,334	1,491,051	-	-	
Accruals	880,159	1,076,204	-	-	
	5,483,662	6,486,728	<u>-</u>		

Notes to the accounts for the 52 weeks ended 28 December 2008

12 Commitments under operating leases

At 28 December 2008 the Group had annual commitments under non-cancellable operating leases expiring as follows:

		2	8 December			30
	Land and		2008	Land and		December
	buildings	Other	Total	buildings	Other	2007
						Total
	£	£	£	£	£	£
Within one year	3,500	111,606	115,106	_	24,744	24,744
Within two to five years	220,000	105,560	325,560	213,500	199,703	413,203
Greater than five years			-			
	223,500	217,166	440,666	213,500	224,447	437,947

13 Called up share capital

Authorised, allotted and fully paid:

Authorised, anotted and fully paid.	28 December 2008 £	30 December 2007 £
Equity 1,000 ordinary shares of £1 each	1,000	1,000
Non-equity 99,490 non-voting nil coupon preference shares of £1 each	99,490	99,490
	100,490	100,490

On a winding up of the Company preference share holders are entitled to a repayment of the nominal amount paid up on such shares from any surplus after payment of the Company's liabilities, but they have no entitlement to any further surplus.

14 Reserves

Group	Profit and Loss Account			
	28 December	30 December		
	2008	2007		
	£	£		
At 30 December 2007	6,857,511	4,792,867		
Profit for the financial period	1,627,739	2,064,644		
Dividends	(2,000,000)	-		
	(372,261)	2,064,644		
At 28 December 2008	6,485,250	6,857,511		

The Company has taken advantage of the provisions of section 230 of the Companies Act 1985 not to produce a separate profit and loss account. The amount of profit after taxation for the period dealt with in the Company's profit and loss account is £2,000,000 (2007: £nil).

Notes to the accounts for the 52 weeks ended 28 December 2008

14 Reserves (continued)

Company	Profit and Loss Account		
• •	28 December	30 December	
	2008	2007	
	£	£	
At 31 December 2007	324,825	324,825	
Profit for the financial period	2,000,000	-	
Dividends	(2,000,000)	-	
	324,825	324,825	
At 28 December 2008	324,825	324,825	
15 Reconciliation of movements in shareh	olders' funds		
Group	28 December	30 December	
	2008	2007	
	£	£	
Opening shareholders funds at 31 December 2008	6,958,001	4,893,357	
Profit for the financial period	1,627,739	2,064,644	
Dividends	(2,000,000)	-	
	(372,261)	2,064,644	
Closing shareholders' funds	6,585,740	6,958,001	
Attributable to ordinary shareholders	6,486,250	6,858,511	
Attributable to preference shareholders	99,490	99,490	
Closing shareholders' funds	6,585,740	6,958,001	
Company	28 December	30 December	
Company	20 December	2007	
	£	£	
Opening shareholders funds at 31 December 2007	425,315	425,315	
Profit for the financial period	2,000,000	-	
Dividends	(2,000,000)	-	
Closing shareholders' funds	425,315	425,315	
Attributable to ordinary shareholders	325,825	325,825	
Attributable to preference shareholders	99,490	99,490	
Closing shareholders' funds	425,315	425,315	

Notes to the accounts for the 52 weeks ended 28 December 2008

16 Reconciliation of operating profit to net cash

Inflow from operating activities:		oup	
•	Period 52 weeks	Period 52 weeks	
	to 28 December	to 30 December	
	2008	2007	
	£	£	
Operating profit	2,091,711	2,735,066	
Depreciation	248,513	228,470	
Increase in debtors	(1,807,690)	(1,597,747)	
(Decrease)/ Increase in creditors	(827,280)	4,809	
Profit on sale of tangible fixed assets	(17,860)	(45,535)	
Net cash (outflow)/ inflow from operating activities	(312,606)	1,325,063	

17 Reconciliation of movement in cash

	Gro	up
	Period 52 weeks	Period 52 weeks
	to 28 December	to 30 December
	2008	2007
	£	£
Cash at bank and in hand as at 30 December 2007	6,570,190	5,923,497
decrease in cash	(3,269,606)	646,693
Cash at bank and in hand as at 28 December 2008	3,300,584	6,570,190

18 Pension costs

The Company operates a money-purchase, defined contribution scheme. The cost for the 52 weeks is £270,820 (2007: £770,482). The scheme is available to employees of GBM Services Ltd, GBM Services (Scotland) Ltd and Civic Maintenance Services Ltd.

19 Related parties and subsidiary undertakings

With the exception of the directors service contracts, neither the Company or the Group entered into any transactions with related parties (2007: nil).