

Company Registration Number 02562687

**EXECUTIVE GROUP LIMITED**

**Report and Financial Statements**

**31 March 2010**

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# **EXECUTIVE GROUP LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2010**

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## **EXECUTIVE GROUP LIMITED**

### **OFFICERS AND PROFESSIONAL ADVISERS**

#### **DIRECTORS**

S C Baxter  
J P Flanagan  
R McGregor-Smith

#### **SECRETARY**

MITIE Company Secretarial Services Limited

#### **REGISTERED OFFICE**

8 Monarch Court  
The Brooms  
Emersons Green  
Bristol  
BS16 7FH

#### **BANKERS**

Barclays Bank PLC  
PO Box 119  
Park House  
New Brick Road  
Stoke Gifford  
BS34 8TN

#### **AUDITORS**

Deloitte LLP  
Bristol

## **EXECUTIVE GROUP LIMITED**

### **DIRECTORS' REPORT**

The directors present their annual report and audited financial statements for the year ended 31 March 2010

### **DIRECTORS' RESPONSIBILITIES STATEMENT**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 judgements 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, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS**

The company is a wholly owned subsidiary of MITIE Group PLC (the 'Group'). The company is a non trading holding company. There have not been any significant changes in the company's principal activities in the year under review and the directors are not aware of any likely major changes in the future.

The balance sheet on page 7 of the financial statements shows that the company's financial position at the year end is consistent with the prior year.

The Group manages its operations on a divisional basis. For this reason, the company's directors do not believe further key performance indicators are necessary for an appropriate understanding of the performance and position of the business. The performance of the Group's divisions is discussed in the Group's annual report which does not form part of this report.

## **EXECUTIVE GROUP LIMITED**

### **DIRECTORS' REPORT (continued)**

#### **GOING CONCERN**

The company has the support of MITIE Group PLC and therefore has sufficient resources to meet its liabilities as they fall due. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

#### **DIVIDENDS**

The directors do not recommend a final dividend for the year ended 31 March 2010 (2009: £nil).

#### **PRINCIPAL RISKS AND UNCERTAINTIES**

There are no significant risks and uncertainties with this company.

Group risks are discussed in the Group's annual report which does not form part of this report.

#### **FINANCIAL RISK MANAGEMENT**

The directors have reviewed the financial risk management objectives and policies of the company. The directors do not believe there to be significant risks in this area. The company does not enter into any hedging instruments as there are not believed to be any material exposures. It does not enter into any financial instruments for speculative purposes.

#### **PAYMENT POLICY**

The company's policy is to comply with the terms of payment agreed with a supplier. Where terms are not negotiated, the company endeavours to adhere to the supplier's standard terms.

#### **ENVIRONMENT**

MITIE Group PLC and its subsidiaries endeavour to identify, monitor and manage the impact of their activities on the environment and are fully committed to environmental accountability and protection. The company operates in accordance with Group policies, which are described in the Group's annual report which does not form part of this Report.

#### **DIRECTORS**

The directors during the year and subsequently were as follows:

S C Baxter  
J P Flanagan  
R McGregor-Smith

## EXECUTIVE GROUP LIMITED

### DIRECTORS' REPORT (continued)

#### AUDITORS

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

- (1) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware and
- (2) the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting

Approved by the Board of Directors  
and signed on behalf of the Board



**S C Baxter**  
Director

9 July 2010

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EXECUTIVE GROUP LIMITED**

We have audited the financial statements of Executive Group Limited for the year ended 31 March 2010 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 14. 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 auditors' 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 Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit 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 (APB's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

### **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 2010 and of its loss 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 matter 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.

*Nigel Thomas*

**Nigel Thomas (Senior Statutory Auditor)**  
**for and on behalf of Deloitte LLP**  
Chartered Accountants and Statutory Auditors  
Bristol, United Kingdom

*9 July 2010*

## EXECUTIVE GROUP LIMITED

### PROFIT AND LOSS ACCOUNT

Year ended 31 March 2010

	Note	2010 £'000	2009 £'000
Administrative expenses		-	(15)
<b>OPERATING LOSS</b>	2	-	(15)
Interest received and similar income	3	-	1
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		-	(14)
Tax (charge)/credit on loss on ordinary activities	4	(1)	1
<b>LOSS FOR THE FINANCIAL YEAR</b>		(1)	(13)

The results for the period are wholly attributable to the continuing operations of the company

There are no recognised gains and losses for the current and preceding financial year other than as stated in the profit and loss account. Accordingly, no separate statement of total recognised gains and losses has been prepared.



**EXECUTIVE GROUP LIMITED****BALANCE SHEET**

At 31 March 2010

	Note	2010 £'000	2009 £'000
<b>FIXED ASSETS</b>			
Investments	5	5 214	5,214
<b>CURRENT ASSETS</b>			
Debtors	6	2,474	2 475
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>	7	<u>(9,118)</u>	<u>(9,118)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(6,644)</u>	<u>(6,643)</u>
<b>NET LIABILITIES</b>		<u>(1,430)</u>	<u>(1,429)</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	8	100	100
Profit and loss account	9	<u>(1,530)</u>	<u>(1,529)</u>
<b>SHAREHOLDERS' DEFICIT</b>	10	<u>(1,430)</u>	<u>(1,429)</u>

The financial statements of Executive Group Limited, company registration number 02562687, were approved by the board on 9 July 2010



**S C Baxter**  
Director

## **EXECUTIVE GROUP LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS**

**Year ended 31 March 2010**

#### **1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted which have been applied consistently throughout the current and the prior financial year, are described below.

##### **Accounting convention**

The financial statements are prepared under the historical cost convention.

##### **Basis of preparation**

The company is exempt by virtue of Section 228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group.

##### **Going concern**

The financial statements have been prepared under the going concern basis as discussed on page 3.

##### **Investments**

Investments in subsidiary undertakings are stated at cost less any provision for impairment.

##### **Leases**

Operating lease rentals are charged to the profit and loss account on a straight-line basis over the life of the lease.

##### **Tax**

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

##### **Cash flow statement**

The company has taken the exemption under Financial Reporting Standard 1, from the requirement to prepare a cash flow statement as it is included within the consolidated financial statements of MITIE Group PLC and greater than 90% of the voting rights of the company are held by MITIE Group PLC.

# EXECUTIVE GROUP LIMITED

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 March 2010

### 2. OPERATING LOSS

Auditors' remuneration is met by MITIE Security Limited

### 3 INTEREST RECEIVED AND SIMILAR INCOME

	2010 £'000	2009 £'000
Interest income	-	1

### 4 TAX CHARGE/(CREDIT) ON LOSS ON ORDINARY ACTIVITIES

(a) Analysis of charge/(credit) in year	2010 £'000	2009 £'000
United Kingdom corporation tax at 28% (2009 28%) (note 4(b))	-	-
Deferred taxation		
Timing differences - origination and reversal	-	(1)
Adjustment in respect of prior years	1	-
<b>Tax charge/(credit) on loss on ordinary activities</b>	<b>1</b>	<b>(1)</b>

#### (b) Factors affecting tax charge in year

The tax assessed for the year differs from that resulting from applying the standard rate of corporation tax in the UK of 28% (2009 28%) The differences are as follows

	£'000	£'000
Loss on ordinary activities before tax	-	(14)
<b>Tax at 28% (2009 28%) thereon</b>	<b>-</b>	<b>(4)</b>
Notional interest on intercompany loans	-	(23)
Other timing differences	-	1
Group relief not paid for	-	26
<b>Total current tax credit for the year (note 4(a))</b>	<b>-</b>	<b>-</b>

#### (c) Factors affecting future tax charges

The company is not aware of any factors that will materially affect the future tax charge apart from the proposed, phased reduction in corporation tax rates to 24% by 2015 which has not yet been enacted

# EXECUTIVE GROUP LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2010

### 5 FIXED ASSET INVESTMENTS

Shares in group  
undertakings  
£'000

Cost and net book value

At 31 March 2009 and 31 March 2010

5,214

The subsidiary companies are as follows

Name of subsidiary	Principal activity	Class of shares held	Percentage of shares and voting rights held
Executive Cleaning Services Limited	Dormant	Ordinary	100%
Executive Healthcare Services Limited	Dormant	Ordinary	100%
Executive RDS Limited	Dormant	Ordinary	50%
Executive Security Limited	Dormant	Ordinary	100%
Executive (Central) Services Limited	Dormant	Ordinary	100%
Galtair Investments Limited	Dormant	Ordinary	100%
Imperial Cleaning Services Group Limited	Dormant	Ordinary	100%

The subsidiary companies set out above are all registered in England and Wales

### 6. DEBTORS

2010  
£'000

2009  
£'000

Deferred tax asset

-

1

Amounts owed by group undertakings

2,474

2,474

2,474

2,475

### 7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

2010  
£'000

2009  
£'000

Amounts owed to group undertakings

9,115

9,115

Accruals and deferred income

3

3

9,118

9,118

# EXECUTIVE GROUP LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2010

<b>8.</b>	<b>CALLED UP SHARE CAPITAL</b>	<b>2010</b>	<b>2009</b>
		<b>£'000</b>	<b>£'000</b>
	<b>Allotted, called up and fully paid</b>		
	100,000 £1 Ordinary shares	100	100
		<u>          </u>	<u>          </u>
<b>9</b>	<b>PROFIT AND LOSS ACCOUNT</b>	<b>£'000</b>	
	At 1 April 2009	(1,529)	
	Loss for the financial year	(1)	
		<u>          </u>	
	<b>At 31 March 2010</b>	<b>(1,530)</b>	
		<u>          </u>	
<b>10.</b>	<b>RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT</b>	<b>2010</b>	<b>2009</b>
		<b>£'000</b>	<b>£'000</b>
	Loss for the financial year	(1)	(13)
	Opening shareholders' deficit	(1,429)	(1,416)
		<u>          </u>	<u>          </u>
	<b>Closing shareholders' deficit</b>	<b>(1,430)</b>	<b>(1,429)</b>
		<u>          </u>	<u>          </u>
<b>11.</b>	<b>DIRECTORS</b>		
	S C Baxter and R McGregor-Smith are directors of MITIE Group PLC. All disclosures relating to their emoluments, pension details and share options are disclosed in the group accounts. It is not practicable to allocate their remuneration between their services as directors of Executive Group Limited and their services as directors of other group companies.		
	No directors were paid by Executive Group Limited during either period. J P Flanagan is a director of MITIE Security Limited, a fellow group company, which pays his director's emoluments (including pension contributions).		
<b>12.</b>	<b>EMPLOYEES</b>		
	The company had no employees during the year (2009: nil).		

## **EXECUTIVE GROUP LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS**

**Year ended 31 March 2010**

#### **13 RELATED PARTY TRANSACTIONS**

There were no transactions which require disclosure under FRS 8

#### **14. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

The company is a subsidiary undertaking of Executive Holdings Limited, incorporated in Great Britain. This is the immediate parent.

The directors regard MITIE Group PLC, a company registered in Scotland, as the company's ultimate parent undertaking and controlling party. MITIE Group PLC is both the smallest and largest group for which group accounts are prepared. Copies of the Group financial statements can be obtained from the Company Secretary at the registered office.