

**Sodexo Services Group Limited**

**Directors' report and financial  
statements**

**Registered number 2721707**

**Year ended 31 August 2015**

TUESDAY



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## Directors' report

The directors present their directors' report and the audited financial statements for the year ended 31 August 2015.

### Principal activities & business review

The principal activities of the Company were that of providing finance to other companies within the group.

### Proposed dividend

The profit for the financial year amounted to £2,471,000 (2014: £2,194,000).

The directors do not recommend the payment of a dividend (2014: £nil).

### Going concern

The directors have considered the future profitability of the Company and its ability to continue as a going concern. Based on these projections the directors are satisfied that, for the foreseeable future, the Company can meet its working capital requirements. Consequently the financial statements have been prepared on a going concern basis.

### Directors

The directors who held office during the year were as follows:

S A Carter  
Sodexo Corporate Services (No.1) Limited

### Insurance of directors

The Company maintains insurance for directors and officers in respect of their duties as directors and officers of the Company.

### Employees

No staff were employed by the Company during the year (2014: none).

### Political and charitable contributions

The Company made no political contributions or charitable donations during the year (2014: £nil).

### Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### Auditors

Pursuant to section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and therefore KPMG LLP will continue in office.

By order of the board



S A Carter  
Director

One Southampton Row  
London  
England  
WC1B 5HA  
18 May 2016

## **Statement of directors' responsibilities in respect of the Directors' Report and the financial statements**

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

1 St Peter's Square  
Manchester  
M2 3AE  
United Kingdom

## **Independent auditor's report to the members of Sodexo Services Group Limited**

We have audited the financial statements of Sodexo Services Group Limited for the year ended 31 August 2015 set out on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditor**

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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

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

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with UK 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 period for which the financial statements are prepared is consistent with the financial statements.

## **Independent auditor's report to the members of Sodexo Services Group Limited** *(continued)*

### **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.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



**Michael Frankish (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**

*Chartered Accountants*

1 St Peter's Square

Manchester

M2 3AE

31 May 2016

**Profit and Loss Account**  
*for the year ended 31 August 2015*

	<i>Note</i>	<b>2015</b> <b>£000</b>	<b>2014</b> <b>£000</b>
Other interest receivable and similar income	2	<b>3,111</b>	2,819
<b>Profit on ordinary activities before taxation</b>		<b>3,111</b>	2,819
Tax on profit on ordinary activities	3	<b>(640)</b>	(625)
<b>Retained profit for the year</b>		<b>2,471</b>	2,194

The results from the current and preceding year arise from continuing operations.

The company has no recognised gains or losses, other than the loss above, for both the current and previous year and therefore no separate statement of total recognised gains and losses has been prepared.

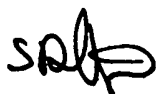
The notes from pages 8-10 form part of the financial statements.

**Balance Sheet**  
*at 31 August 2015*

	<i>Note</i>	<b>2015 £000</b>	<b>2015 £000</b>	<b>2014 £000</b>	<b>2014 £000</b>
<b>Current assets</b>					
Debtors	7	312,287		309,176	
<b>Creditors: amounts falling due within one year</b>	8	<b>(42,815)</b>		<b>(42,175)</b>	
<b>Net current assets</b>			<b>269,472</b>		<b>267,001</b>
<b>Net assets</b>			<b>269,472</b>		<b>267,001</b>
<b>Capital and reserves</b>					
Called up share capital	9		2,368		2,368
Share premium account	10		217,687		217,687
Profit and loss account	10		49,417		46,946
<b>Shareholder's Funds - Equity</b>			<b>269,472</b>		<b>267,001</b>

The notes from pages 8-10 form part of the financial statements.

These financial statements were approved by the board of directors on 17 May 2016 and were signed on its behalf by:



**S A Carter**  
 Director



**Reconciliation of Movements in Shareholder's Funds**  
*for the year ended 31 August 2015*

	<b>2015</b> <b>£000</b>	<b>2014</b> <b>£000</b>
<b>Profit for the financial year</b>	<b>2,471</b>	<b>2,194</b>
<b>Net increase to shareholder's funds</b>	<b>2,471</b>	<b>2,194</b>
Opening shareholder's funds	<b>267,001</b>	<b>264,807</b>
<b>Closing shareholder's funds</b>	<b>269,472</b>	<b>267,001</b>

The notes from pages 8-10 form part of the financial statements.

## Notes forming part of the financial statements

### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements, except as noted below.

#### *Basis of preparation*

The financial statements have been prepared in accordance with applicable accounting standards and under historical cost accounting rules.

The financial statements have been prepared on the going concern basis.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

As the company is a wholly owned subsidiary of Sodexo S.A., the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Sodexo S.A., within which this company is included, can be obtained from the address given in note 12.

#### *Going concern*

The directors have considered the future profitability of the Company and its ability to continue as a going concern. Based on these projections the directors are satisfied that, for the foreseeable future, the Company can meet its working capital requirements. Consequently the financial statements have been prepared on a going concern basis.

#### *Taxation*

The charge for taxation in the prior year is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

#### *Interest income*

Interest income comprises interest receivable on intercompany debtor balances. It is recognised in the profit and loss account as it accrues.

#### *Interest expense*

Interest expense comprises interest payable on intercompany creditor balances. It is recognised in the profit and loss account as it accrues.

### 2 Other interest receivable and similar income

	2015 £000	2014 £000
Interest receivable from group undertakings	3,111	2,819

## Notes (continued)

### 3 Taxation

#### Analysis of charge in year

	2015 £000	2014 £000
Current tax:		
UK corporation tax	640	625

#### Factors affecting the tax charge for the current year

On 1 April 2015, the standard rate of corporation tax changed to 20%. For the purpose of the company accounts to 31 August 2015, a blended rate of corporation tax has been applied.

The current tax charge (2014: charge) for the period is equal to (2014: equal to) than the blended (2014: blended) rate of corporation tax of 20.581% (2014: 22.162%) The differences are explained below.

	2015 £000	2014 £000
Profit on ordinary activities before tax	3,111	2,819
Current tax at blended (2014: blended) rate of 20.581% (2014: 22.162%)	640	625

### 4 Directors' emoluments

No directors received emoluments for their services to the company (2014: £nil).

### 5 Employee information

No persons were employed by the Company during the current or previous financial year.

### 6 Operating expenses

Audit fees of £2,000 (2014: £2,000) are borne by Sodexo Limited.

### 7 Debtors

	2015 £000	2014 £000
Amounts owed by parent and fellow subsidiary undertakings	312,287	309,176

Intercompany interest is calculated on the loan with Sodexo Limited with a year end value of £312,287,000 (2014: £309,176,000) at rate of 0.5% above the UK base rate. This loan is repayable on demand.

## Notes (continued)

### 8 Creditors: amounts falling due within one year

	2015 £000	2014 £000
Amounts owed to parent and fellow subsidiary undertakings	42,815	42,175

Amounts above are owed to Sodexo Limited.

### 9 Called up share capital

	2015 £000	2014 £000
<i>Allotted, called up and fully paid</i>		
Equity: 236,771,024 (2014: 236,771,024) ordinary shares of 1p each	2,368	2,368

### 10 Share premium and reserves

	Share premium account £000	Profit and loss account £000
At beginning of year	217,687	46,946
Profit in the year	-	2,471
At end of year	217,687	49,417

### 11 Related party disclosures

The group has taken exemption under Financial Reporting Standard 8 from disclosure of intra-group transactions and balances as these are eliminated on consolidation in the financial statements of the ultimate parent undertaking.

### 12 Ultimate parent company and ultimate controlling party

The Company's ultimate parent company and controlling party is Sodexo S.A., a company incorporated in France. This is the smallest group of undertakings for which consolidated financial statements are prepared. Copies of the consolidated financial statements can be obtained from The Secretary, Sodexo S.A., 255 Quai de la Bataille de Stalingrad, 92866 Issy-Les-Moulineaux, France. The Company's immediate parent undertaking and controlling party is Sodexo Holdings Limited, a company incorporated in England and Wales.