

Mitie Limited

Annual Report and Financial Statements

Registered number 02938041

31 March 2019

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Company information

Directors

P J G Dickinson
M Idle

Secretary

Mitie Company Secretarial Services Limited

Registered office

Level 12 The Shard
32 London Bridge Street
London
SE1 9SG

Auditor

BDO LLP
Statutory Auditor
55 Baker Street
London
W1U 7EU

Strategic report

Mitie Limited ("the Company") is part of the Mitie Group of companies ("the Group"), the ultimate parent company being Mitie Group plc.

The Directors, in preparing this strategic report, have complied with Section 414c of the Companies Act 2006.

Review of the business

The principal activity of the Company continued to be the management and provision of business support services. There have not been any significant changes in the Company's principal activities in the year under review.

As shown in the Company's profit and loss account on page 9, the Company's turnover was £607,491,000 (2018: £572,620,000) and the profit after tax was £93,679,000 (2018: £1,902,000). The increase in revenue of 5.7% is driven by increased investment in project work across a number of larger contracts.

The increase in profit after tax is attributable to dividends from subsidiaries of £68,653,000 and a gain on disposal of Mitie Pest Control Limited of £34,098,000. This is partly offset by an impairment in the investment of subsidiaries of £9,756,000.

Key performance indicators

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.

Principal risks and uncertainties

The Company is part of the Mitie Group and manages its risks within the Mitie Group Risk Framework. Details of the principal risks and uncertainties are given in the Mitie Group plc annual report. The Directors have reviewed the financial risk management objectives and policies of the Company in light of the Group Risk Framework. The Directors do not believe there to be any significant risks other than those detailed below.

Key risks include:

Strategic Risks

Changes in the market and to the economic conditions

The Company is exposed to UK, Jersey, Guernsey, Isle of Man and Republic of Ireland market conditions. Company performance and resourcing requirements may be impacted by any changes in the market. We have an ability to recognise and adapt to any change in requirement for services and are well placed to adapt to policy changes. We are closely monitoring the outcomes of the European Union exit negotiations and any resulting policy changes to determine the impact on future contract opportunities and availability of resources.

Financial Risks

Reliance on material counterparties

The Company depends on a number of significant counterparties, including clients, suppliers, banks and insurers, to maintain its business. The failure of a key business partner could affect the business. This risk is mitigated by limiting the dependency on any one partner.

Strategic report (continued)

Operational Risks

Significant health, safety or environmental incidents

The potential to cause harm to employees, clients, or to damage the environment exists and is mitigated by an extensive Quality, Health, Safety and Environmental (QHSE) programme that is closely monitored.

System, process or control failure

Increased reliance on business systems dictates a robust governance framework and set of processes. Failure of the framework could impact on operational performance. Mitie's core policies provide the basis of the governance framework. These are subject to reviews which underpin the mitigation activity for this risk. These reviews are carried out alongside regular, formal, documented testing of business critical systems.

Attracting and retaining skilled people

Failure to attract new talent and develop existing employees could impact growth. The Company utilises Mitie's career development, recruitment and talent management programmes to ensure that it attracts and retains key people.

Financial risk management

The Company does not enter into any hedging instruments, or any financial instruments for speculative purposes.

Appropriate trade terms are negotiated with suppliers and customers. Management reviews these terms and the relationships with suppliers and customers and manages any exposure on normal trade terms. The Company prepares regular forecasts of cash flow and liquidity and any requirement for additional funding is managed as part of the overall Mitie Group plc financing arrangements.

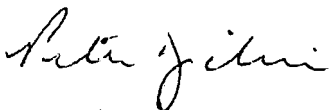
Future developments

The Directors expect the underlying trading to remain in line with the current year. Moderate growth in sales is expected to materialise from new business wins, and the Directors are not anticipating any significant contract terminations.

Post balance sheet events

There have been no significant events since the balance sheet date.

Approved by the Board and signed on its behalf by:



P J G Dickinson
Director
22 July 2019

22 July 2019

Directors' report

The Directors present the Annual Report and audited Financial Statements of Mitie Limited ('the Company') for the year ended 31 March 2019.

In preparing this Directors' Report, the Directors have complied with S414C(11) of the Companies Act 2006 by including certain disclosures required by S416(4) within the Strategic Report.

Going concern

The Company's business activities, together with the factors likely to affect its future development and position are set out in the Strategic report.

The Company is expected to continue to generate positive cash flows on its own account for the foreseeable future. The Company participates in the Group's centralised treasury arrangements and so shares banking arrangements with its ultimate parent and fellow subsidiaries.

The Directors, having assessed the responses of the Directors of the Company's ultimate parent Mitie Group plc to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Mitie Group to continue as a going concern, or its ability to continue with the current banking arrangements.

On the basis of their assessment of the Company's financial position and of the enquiries made of the Directors of Mitie Group plc, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Directors

The Directors who held office during the year, together with those subsequently appointed, were:

Director	Date of appointment	Date of resignation
R J Blumberger		18/01/2019
P J G Dickinson		
M Idle	18/01/2019	

A qualifying third- party indemnity provision as defined in Section 23 of the Companies Act 2006 is in force for the benefit of each of the Mitie Limited Directors listed above in respect of liabilities incurred as a result of their office to the extent permitted by law.

Dividends

No dividend was declared or paid in the year (2018: no dividend).

Directors' report (continued)

Employees

The Company recognises the importance of good communications and employee relationships. The Group communicates with employees via multiple channels, including Group-wide mailings, employee magazines and updates, employee-focused initiatives and events (including Group business road shows, media networks and the provision of access to broadcasts of periodic financial presentations).

The Company remains committed to developing a culture that encourages the inclusion and diversity of all of the Company's employees through respecting and appreciating their differences and promoting the continuous development of employees through skills enhancement and training programmes.

The Company's employment policies are designed to attract, retain, train and motivate the very best people, recognising that this can be achieved only through offering equal opportunities regardless of gender, race, religion, age, disability, sexual orientation or any other aspect of diversity. Applications from disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. It is the policy of the Company that the training, career development and promotion of disabled persons (including those who become disabled whilst employees of the Company) should, as far as reasonably possible, be identical to that of other employees.

Environment

The Group endeavours to identify, monitor and manage the impact of their activities on the environment and is fully committed to environmental accountability and protection. The Company operates in accordance with Group policies which are described in the Group's annual and sustainability reports which do not form part of this report.

Political contributions

The Company made no political donations nor incurred any political expenditure during the year.

Disclosure of information to auditor

Each Director who is the Director of the Company at the date of approval of these financial statements confirms that:

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

Other information

An indication of likely future developments in the business, discussion of financial risk management, and particulars of significant events which have occurred since the end of the financial year have been included in the Strategic Report on page 2.

Auditor

Pursuant to Section 487 of the Companies Act 2006, BDO LLP have been re-appointed as the auditor.

On behalf of the Board



P J G Dickinson
Director

Level 12 The Shard
32 London Bridge Street
London
SE1 9SG

22 July 2019

Statement of Directors' responsibilities in respect of the annual report and financial statements

The Directors are responsible for preparing the Strategic Report, 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), including FRS 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 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.

Independent auditor's report to members of Mitie Limited

Opinion

We have audited the financial statements of Mitie Limited ("the Company") for the year ended 31 March 2019 which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet and the Statement of Changes in Equity, and the 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 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2019 and of its profit 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.

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 Strategic report and Directors' 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.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Independent auditor's report to the members of Mitie Limited (continued)

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 the Strategic report and Director's 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, 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.

Responsibilities of Directors

As explained more fully in the Statement of Directors' responsibilities in respect of the annual report and the financial statements, 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 at the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.

BDO LLP

David Gill (Senior Statutory Auditor)
for and on behalf of BDO LLP, statutory auditor
London
United Kingdom
22 July 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

Profit and loss account

	Note	2019 £000	2018 ¹ £000
Turnover	2	607,491	572,620
Cost of sales		(594,846)	(561,237)
Gross profit		12,645	11,383
Administrative expenses		(10,982)	(4,591)
Other items - gain on disposal of subsidiaries net of provisions	4	24,342	(4,301)
Operating profit	3	26,005	2,491
Dividends from subsidiaries		68,653	-
Other interest receivable and similar income	7	523	152
Interest payable and similar expenses	8	(984)	(668)
Profit before taxation		94,197	1,975
Tax on profit	9	(518)	(73)
Profit for the financial year		93,679	1,902

Note:

1. The Company has applied IFRS 9 starting 1 April 2018 using the transition option available in the standard by disclosing the impact as an adjustment to retained earnings at the date of initial application. Under this option, the comparative information is not restated. See note 1.

The results for the year are wholly attributable to the continuing operations of the Company.

Statement of comprehensive income

	Note	2019 £000	2018 ¹ £000
Profit for the year		93,679	1,902
Other comprehensive (expense)/income			
<i>Items that will not be reclassified to profit or loss:</i>			
Remeasurement of defined benefit liability	19	(43)	157
Total comprehensive income for the year		93,636	2,059

Note:

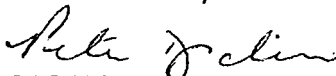
1. The Company has applied IFRS 9 starting 1 April 2018 using the transition option available in the standard by disclosing the impact as an adjustment to retained earnings at the date of initial application. Under this option, the comparative information is not restated. See note 1.

Balance sheet

	Note	2019 £000	2018 ¹ £000
Fixed assets			
<i>Intangible assets</i>			
Goodwill	10	1,312	1,312
Other intangibles	11	592	3,024
 Tangible assets		-	10
Investments in subsidiaries	12	364,965	378,599
Contract assets	15	1,467	-
		368,336	382,945
Current assets			
Debtors (including £14,024,000 due after more than one year (2018: £13,174,000))	13	150,408	92,111
Cash at bank and in hand		13,320	24,254
Contract assets	15	733	-
Pension asset	19	-	41
		164,461	116,406
Creditors: amounts falling due within one year	16	(124,215)	(181,472)
Deferred income	14	(28,584)	(27,904)
Net current assets/(liabilities)		11,662	(92,970)
Total assets less current liabilities		379,998	289,975
 Creditors: amounts falling due after more than one year			
Deferred income	14	(6,571)	(10,050)
Other creditors		(136)	-
 Provisions for liabilities	18	(1,641)	(1,475)
Net assets		371,650	278,450
Capital and reserves			
Called up share capital	21	38,750	38,750
Share premium account	21	286,513	286,513
Profit and loss account	21	46,387	(46,813)
Shareholders' funds		371,650	278,450

1. The Company has applied IFRS 9 starting 1 April 2018 using the transition option available in the standard by disclosing the impact as an adjustment to retained earnings at the date of initial application. Under this option, the comparative information is not restated. See note 1.

The financial statements of Mitie Limited, company number 02938041, were approved by the Board of Directors and authorised for issue on 22 July 2019 and were signed on its behalf by:


P J G Dickinson
Director

Statement of changes in equity

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
Balance at 1 April 2017	38,750	286,513	7,782	333,045
Impact of change in accounting policy ¹	-	-	(56,499)	(56,499)
Adjusted balance at 1 April 2017	38,750	286,513	(48,717)	276,546
Total comprehensive income				
Profit for the year	-	-	1,902	1,902
Other comprehensive income/(expense) (see note 18)	-	-	157	157
Total comprehensive income for the year	-	-	2,059	2,059
Transactions with owners				
Share-based payments	-	-	(104)	(104)
Tax on share-based payments	-	-	(11)	(11)
Dividends relating to long-term incentive plans	-	-	(45)	(45)
Other movements			5	5
Total contributions by and distributions to owners			(155)	(155)
Balance at 31 March 2018	38,750	286,513	(46,813)	278,450

	Called up share capital £000	Share Premium Account £000	Profit and loss account £000	Total equity £000
Balance at 1 April 2018	38,750	286,513	(46,813)	278,450
Impact of change in accounting policy ²	-	-	(225)	(225)
Adjusted balance at 1 April 2018	38,750	286,513	(47,038)	278,225
Profit for the year	-	-	93,679	93,679
Other comprehensive expense (see note 18)	-	-	(43)	(43)
Total comprehensive income for the year	-	-	93,636	93,636
Transactions with owners				
Share-based payments	-	-	(76)	(76)
Other movements	-	-	(135)	(135)
Balance at 31 March 2019	38,750	286,513	46,387	371,650

Note:

1. In the prior year, the Company applied IFRS 15 using the cumulative effect method with an adjustment to opening reserves on 1 April 2017.
2. The Company has applied IFRS 9 starting 1 April 2018 using the transition option available in the standard by disclosing the impact as an adjustment to retained earnings at the date of initial application. Under this option, the comparative information is not restated. See note 1

Notes

1 Accounting policies, judgements and estimates

a) General information

Mitie Limited (the "Company") is a private company limited by shares and is incorporated in England and Wales and domiciled in the UK. The Company's registered number is 02938041. The Company's registered office is Level 12 The Shard, 32 London Bridge Street, London, SE1 9SG. Details of the Company's activities are set out in the Strategic Report.

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. The Company's ultimate parent undertaking, Mitie Group plc includes the Company in its consolidated financial statements. The consolidated financial statements of Mitie Group plc, which are prepared in accordance with International Financial Reporting Standards, are available to the public and may be obtained from www.mitie.com.

As more fully detailed in the Directors' report, the Company's financial statements have been prepared on a going concern basis.

b) Statement of compliance with FRS101

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). The Company has early adopted the Triennial review 2017 amendments to FRS 101.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

c) Basis of preparation

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets, intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of the compensation of Key Management Personnel;
- Disclosure in respect of 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 (continued)

1 Accounting policies, judgements and estimates (continued)

As the consolidated financial statements of Mitie Group plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 in respect of Group settled share based payments;
- Certain disclosures required by IAS 36 *Impairment of assets* in respect of the impairment of goodwill and indefinite life intangible assets;
- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

With the exception of IFRS 9 which is discussed below, there are no new and mandatorily effective standards in the year that would have a material impact on the financial statements.

IFRS 9 'Financial instruments' became effective for the Company starting 1 April 2018 and replaces the requirements of IAS 39 'Financial instruments: recognition and measurement'. The main changes introduced by the new standard are new classification and measurement requirements for certain financial assets, a new Expected Credit Loss (ECL) model for the impairment of financial assets, revisions to the hedge accounting model, and amendments to disclosures. The Company elected, from 1 April 2018, to continue to apply the hedge accounting guidance in IAS 39 'Financial instruments: recognition and measurement'.

With respect to loss allowances for trade receivables, IFRS 9 replaces the 'incurred loss' model in IAS 39 with an ECL model. The Company, from 1 April 2018, measures loss allowances for trade receivables and accrued income at an amount equal to lifetime expected credit losses using both quantitative and qualitative information and analysis based on the Company's historical experience, and forward-looking information. The Company has determined that the transition to IFRS 9 results in an additional loss allowance for trade receivables and accrued income as at 1 April 2018 of £288,000 and gives rise to a current tax credit of £53,000. The additional loss allowance has been applied as an adjustment to opening retained earnings at 1 April 2018 and therefore, the prior period comparative information is not restated.

Judgements made by the Directors, in the application of these accounting policies, that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed below.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Measurement convention

The financial statements are prepared on the historical cost basis.

d) Significant accounting policies

Foreign currency

The financial statements are prepared in the functional currency applicable to the business. Transactions in currencies other than the functional currency are recorded at the rate of exchange at the date of transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Financial instruments

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes party to the contractual provisions of the instrument. The Company derecognises financial assets and liabilities only when the contractual rights and obligations are transferred, discharged or expire.

Financial assets comprise trade and other receivables and cash and cash equivalents that are measured at initial recognition at fair value and subsequently at amortised cost. Appropriate allowances for estimated irrecoverable amounts are recognised including where there is objective evidence that the asset is impaired. Cash and cash equivalents comprise cash in hand, demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

The assessment of impairment of trade receivables and accrued income from 1 April 2018 is in accordance with IFRS 9. All of the Company's cash flows from customers are solely payments of principal and interest, and do not contain a significant financing component. Financial assets generated from all of the Company's revenue streams are therefore initially measured at their transaction price (as defined in IFRS 15) and are subsequently remeasured at amortised cost. Under IFRS 9, the Company will now recognise a loss allowance for expected credit losses (ECL) on all receivable balances from customers subsequently measured at amortised cost, using the 'simplified approach'.

The Company uses a non-recourse customer invoice discounting facility ('CID' facility) under which certain trade receivable balances are sold to the Company's relationship banks. The arrangement with the banks is such that the customers remit cash directly to the Company and the Company transfers the collected amounts to the banks. The trade receivables are sold without recourse to the Company, and therefore the trade receivable balance is derecognised.

The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. A proportion of the Company's accrued income balance is deemed as 'held for collection and sale' being subject to future sale under the Company's CID facility when billed to the customer. The consequential classification as, and measurement at fair value through other comprehensive income of those accrued income assets classified as held for collection and sale, is deemed immaterial based on management's assessment of the time period that such assets are held in accrued income prior to being billed, which is generally within 30 days.

The remaining balance of accrued income is considered to be within a 'held-to-collect' business model, consistent with the Company's continuing recognition of trade receivables. There is no difference between the Company's calculation and treatment of loss allowances applied to receivables held within either a held-to-collect business model or held for collection and sale business model.

Financial liabilities comprise trade payables, financing liabilities, bank and other borrowings, and deferred contingent consideration. These are measured at initial recognition at fair value and subsequently at amortised cost with the exception of derivative financial instruments which are measured at fair value, and deferred contingent consideration which is measured at the Directors' best estimate of the likely future obligation. Bank and other borrowings are stated at the amount of the net proceeds after deduction of transaction costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis in the income statement.

Included within the Company's trade creditors balance are amounts relating to payments due to UK suppliers who make use of bank provided supply chain finance arrangements to allow supplier early payment. Amounts are settled in accordance with each suppliers' normal payments terms and payments continue to be classified within cash generated by operations. The Company does not receive any additional guarantees and does not pay any interest in relation to these amounts.

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Intra-group financial instruments

Where the Company enters into financial guarantee contracts, in accordance with IFRS 9 to guarantee the indebtedness of other companies within its group, the Company considers these to be insurance arrangements and accounts for them as such. In this respect, the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Goodwill

Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated impairment losses. It is reviewed for impairment at least annually. Any impairment is recognised immediately in the income statement for the period and is not subsequently reversed.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units (CGUs) expected to benefit from the synergies of the combination. CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the CGU is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. On disposal of a subsidiary the attributable amount of goodwill is included in the determination of the profit or loss on disposal. Intangible assets identified in a business acquisition are capitalised at fair value as at the date of acquisition.

Other Intangible assets

Other intangible assets identified in a business acquisition are capitalised at fair value as at the date of acquisition.

Software and development expenditure is capitalised as an intangible asset if the asset created can be identified, if it is probable that the asset created will generate future economic benefits and if the development cost of the asset can be measured reliably.

Following initial recognition, the carrying amount of an intangible asset is its cost less any accumulated amortisation and any accumulated impairment losses. Intangible assets are reviewed for impairment annually, or more frequently when there is an indication that they may be impaired. Amortisation expense is charged to administrative expenses in the income statement on a straight-line basis over its useful life.

Tangible assets

Tangible assets are stated at cost less accumulated depreciation and any impairment in value. Depreciation is charged so as to write off the cost less expected residual value of the assets over their estimated useful lives and is calculated on a straight-line basis as follows:

- Plant and vehicles: 3 - 4 years

Impairment of non-current assets

Annually the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the CGU to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or CGU) in prior years. A reversal of an impairment loss is recognised as income immediately.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost less, where appropriate, allowances for impairment.

Employee benefits

Retirement benefit costs

The Company operates and participates in a defined benefit scheme. In respect of the scheme in which the Company participates, the Company accounts for its legal and constructive obligations over the period of its participation which is for a fixed period only. The Company operates a number of defined contribution retirement benefit schemes for all qualifying employees. Payments to the defined contribution and stakeholder pension schemes are charged as an expense as they fall due.

For the defined benefit pension schemes, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses on obligations, the return on scheme assets (excluding interest) and the effect of the asset ceiling (if applicable) are recognised in full in the period in which they occur. They are recognised in the statement of comprehensive income. Current service cost and past service cost (including curtailments) are recognised in the income statement, in either administrative expenses or other items, whilst the net interest cost is recognised in net finance costs. The retirement benefit liability recognised in the balance sheet represents the present value of the defined benefit obligation, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the plan.

The Company also participates in a number of other local government defined benefit schemes. In respect of the schemes in which the Company participates, the Company accounts for its legal and constructive obligations over the period of its participation which is for a fixed period only.

Provisions for liabilities

Provisions for liabilities are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some, or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Leasing

Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Operating lease payments are recognised as an expense in the income statement on a straight-line basis over the lease term. Any lease incentives are amortised on a straight-line basis over the non-cancellable period for which the Company has contracted to lease the asset, together with any further terms for which the Company has the option to continue to lease the asset if, at the inception of the lease, it is judged to be reasonably certain that the Company will exercise the option.

Turnover

IFRS 15 provides a single, principles based five-step model to be applied to all sales contracts as outlined below. It is based on the transfer of control of goods and services to customers and replaces the separate models for goods, services and construction contracts.

1. Identify the contract(s) with a customer
2. Identify the performance obligations in the contract
3. Determine the transaction price
4. Allocate the transaction price to the performance obligations in the contract
5. Recognise revenue when or as the entity satisfies its performance obligations

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Set out below is the revenue recognition policy under IFRS 15 and the five-step model together with the impact of adopting the standard.

Step 1 - Identify the contract(s) with a customer

For all contracts with customers, the Company determines if the arrangement creates enforceable rights and obligations. This assessment results in certain Framework arrangements or Master Service Agreements (MSAs) not meeting the definition of a contract under IFRS 15 unless it specifies the minimum quantities to be ordered. Usually the work order and any change orders together with the Framework or MSA will constitute the IFRS 15 contract.

Contract modifications

A contract modification takes place when the amendment creates new enforceable rights and obligations or changes the existing price or scope (or both) of the contract, and the modification has been approved. Contract modifications can be approved in writing, by oral agreement, or implied by customary business practices.

If the parties to the contract have not approved a contract modification, revenue is recognised in accordance with the existing contractual terms. If a change in scope has been approved but the corresponding change in price is still being negotiated, the Company estimates the change to the total transaction price.

Contract modifications are accounted for as a separate contract if the contract scope changes due to the addition of distinct goods or services and the change in contract price reflects the standalone selling price of the distinct good or service. The facts and circumstances of any modification are considered in isolation as these are specific to each contract and may result in different accounting outcomes.

Step 2 - Identify the performance obligations in the contract

Performance obligations are the contractual promises by the Company to transfer distinct goods or services to a customer. For arrangements with multiple components to be delivered to customers such as in the Company's integrated facilities management contracts, the Company applies judgement to consider whether those promised goods and services are:

- i. Distinct and accounted for as separate performance obligations;
- ii. Combined with other promised goods or services until a bundle is identified that is distinct; or
- iii. Part of a series of distinct goods and services that are substantially the same and have the same pattern of transfer over time i.e. where the customer is deemed to have simultaneously received and consumed the benefits of the goods or services over the life of the contract, the Company treats the series as a single performance obligation.

Step 3 - Determine the transaction price

At contract inception, the total transaction price is determined, being the amount to which the Company expects to be entitled and has rights under the current contract. This includes the fixed price stated in the contract and an assessment of any variable consideration, up or down, resulting from e.g. discounts, rebates, service penalties. Variable consideration is typically estimated based on the expected value method and is only recognised to the extent it is highly probable that a subsequent change in its estimate would not result in a significant revenue reversal.

Step 4 - Allocate the transaction price to the performance obligations in the contract

The Company allocates the total transaction price to the identified performance obligations based on their relative stand-alone selling prices. This is predominantly based on an observable price or a cost plus margin arrangement.

Other revenue

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Step 5 - Recognise revenue when or as the entity satisfies its performance obligations

For each performance obligation, the Company determines if revenue will be recognised over time or at a point in time. Where revenue is recognised over time, the Company applies the relevant output or input revenue recognition method for measuring progress that faithfully depicts the Company's performance in transferring control of the goods and services to the customer.

Certain contracts use output methods based upon surveys of performance completed, appraisals of results achieved, or milestones reached which allow the Company to recognise revenue on the basis of direct measurements of the value to the customer of the goods and services transferred to date relative to the remaining goods and services under the contract.

Under the input method, measured progress and revenue are recognised in direct proportion to costs incurred where the transfer of control is most closely aligned to the Company's efforts in delivering the service.

Where deemed appropriate, the Company will utilise the practical expedient within IFRS15, allowing revenue to be recognised at the amount which the Company has the right to invoice, where that amount corresponds directly with the value to the customer of the Company's performance completed to date.

If performance obligations do not meet the criteria to recognise revenue over time, revenue is recognised at the point in time when control of the good or service passes to the customer. This may be at the point of physical delivery of goods and acceptance by a customer or when the customer obtains control of an asset or service in a contract with customer-specified acceptance criteria.

Repeat service-based contracts (single and bundled contracts)

The Company operates a number of single or joint-service line arrangements where repeat services meet the definition of a series of distinct services that are substantially the same (e.g. the provision of cleaning, security, catering, waste, and landscaping services). They have the same pattern of transfer of value to the customer as the series constitutes core services provided in distinct time increments (e.g. monthly or quarterly). The Company therefore treats the series of such services as one performance obligation.

Long-term complex contracts

The Company has a number of long-term complex contracts which are predominantly integrated facilities management arrangements. Typically, these contracts involve the provision of multiple service lines, with a single management team providing an integrated service. Such contracts tend to be transformational in nature where the business works with the client to identify and implement cost saving initiatives across the life of the contract.

The Company considers the majority of services provided within integrated facilities management contracts meet the definition of a series of distinct goods and services that are substantially the same and have the same pattern of transfer over time. The series constitutes services provided in distinct time increments (e.g. monthly or quarterly) and therefore the Company treats the series of such services as one performance obligation.

The Company also delivers major project-based services under long-term complex contracts that include performance obligations under which revenue is recognised over time as value from the service is transferred to the customer. This may be where the Company has a legally enforceable right to remuneration for the work completed to date, or at milestone periods, and therefore revenue will be recognised in line with the associated transfer of control or milestone dates.

Contract assets

Pre-contract costs

The Company incurs pre-contract expenses (e.g. legal costs) when it is expected to enter into a new contract. The incremental costs to obtain a contract with a customer are recognised within contract assets if it is expected that those costs will be recoverable. Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained are recognised as an expense in the period.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Contract fulfilment costs

Costs incurred to ensure that the project or programme has appropriate organisational, operational and technical infrastructures, and mechanisms in place to enable the delivery of full services under the contract target operating model, are defined as contract fulfilment costs. Only costs which meet all three of the criteria below are included within contract assets on the balance sheet:

- i. the costs directly relate to the contract (e.g. direct labour, materials, sub-contractors);
- ii. the Company is building an asset that belongs to the customer that will subsequently be used to deliver contract outcomes; and
- iii. the costs are expected to be recoverable i.e. the contract is expected to be profitable after amortising the capitalised costs.

Contract fulfilment costs covered within the scope of another accounting standard, such as inventories, intangible assets, or property, plant and equipment are not capitalised as contract fulfilment assets but are treated according to the other standard.

Amortisation and impairment of contract assets

The Company amortises contract assets (pre-contract costs and contract fulfilment costs) on a systematic basis that is consistent with the entity's transfer of the related goods or services to the customer. The expense is recognised in profit or loss in the period.

A capitalised pre-contract cost or contract fulfilment cost is derecognised either when it is disposed of or when no further economic benefits are expected to flow from its use or disposal.

The Company is required to determine the recoverability of contract related assets at each reporting date. An impairment exists if the carrying amount of any asset exceeds the amount of consideration the entity expects to receive in exchange for providing the associated goods and services, less the remaining costs that relate directly to providing those goods and services under the relevant contract. In determining the estimated amount of consideration, the Company uses the same principles as it does to determine the contract transaction price which includes estimates around variable consideration. An impairment is recognised immediately where such losses are forecast.

Accrued income and deferred income

The Company's customer contracts include a diverse range of payment schedules which are often agreed at the inception of long-term contracts under which it receives payments throughout the term of the arrangement. Payments for goods and services transferred at a point in time may be at the delivery date, in arrears or part payment in advance.

Where revenue recognised at the period end date is more than amounts invoiced, the Company records accrued income for the difference. Where revenue recognised at the period end date is less than amounts invoiced, the Company recognises deferred income for the difference.

Certain arrangements with customers include a contractual obligation to make redundancies for which the Company is reimbursed for the costs incurred. Revenue is not recognised on these transactions. Instead, the Company expenses all redundancy costs in the period they are incurred and any reimbursement credit is matched against the associated cost included in the income statement up to the value of the redundancy cost incurred. Any cash payments received from the customer in excess of the reimbursement cost of redundancy are deferred over the contract term and unwound in line with the other services being delivered.

Where price step-downs are required in a contract and output is not decreasing, revenue is deferred from initial years to subsequent years in order for revenue to be recognised on a consistent basis.

Providing the option for a customer to obtain extension periods or other services at a significant discount may lead to a separate performance obligation where a material right exists. Where this is the case, the Company allocates part of the transaction price from the original contract to deferred income which is then amortised over the discounted extension period or recognised immediately when the extension right expires.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Share-based payments

The Company participates in a number of Mitie Group plc executive and employee share option schemes. For grants of share options and awards, the fair value as at the date of grant is calculated using the appropriate valuation model and the corresponding expense is recognised on a straight-line basis over the vesting period based on the Company's estimate of shares that will eventually vest. Further details of the Group's share option schemes are contained in the Mitie Group plc annual report.

Save As You Earn (SAYE) options are treated as cancelled when employees cease to contribute to the scheme, resulting in an acceleration of the remainder of the related expense.

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based upon tax rates and legislation that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when: there is a legally enforceable right to set off current tax assets against current tax liabilities; when they relate to income taxes levied by the same taxation authority; and the Company intends to settle its current tax assets and liabilities on a net basis.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

e) Critical accounting judgements and key sources of estimation uncertainty

Critical accounting judgements in applying the Company's accounting policies:

The preparation of financial statements under FRS 101 requires management to make judgements, estimates and assumptions that affect amounts recognised for assets and liabilities at the reporting date and the amounts of revenue and expenses incurred during the reporting period. Actual results may differ from these judgements, estimates and assumptions.

The judgements and estimates which have the most significant effect on the reported result for the year ended 31 March 2019 and upon the carrying value of assets and liabilities of the Company as at 31 March 2019 are described below.

Revenue recognition

The Company's revenue recognition policies, which are set out under Revenue recognition in Note 1, are central to how the Company measures the work it has performed in each financial year.

For certain contracts, key judgements were made concerning contract extensions and amendments which, for example, directly impact the timing of revenue recognition in addition to the phasing of upfront payments to, or from customers which are deferred to the balance sheet and unwound over the expected contract term. The Company has deferred pre-contract costs of £2.2m to the balance sheet within contract assets following its assessment of contract modifications during the year (refer to Note 14).

Management considers this to be an area of judgement due to the determination of whether a modification represents a separate contract based on its assessment of the stand-alone selling price, rather than a termination of the existing contract and establishment of a new contract for which the revised contract price would be recognised from the date of modification.

Recoverability of aged debtors and accrued income

The company has material amounts of billed and unbilled work outstanding at year end as outlined in Note 13. Where balances become aged or subject to dispute the risk of recoverability increases. As a consequence there is significant management judgement involved in assessing the recoverability of these balances which involves consideration of contractual rights, work performed as well as the status of ongoing commercial negotiations. The judgement as to whether an amount has become irrecoverable is an assessment made by the Directors in the determination of the total expected credit loss recognised by the Company under IFRS 9.

Recoverability of amounts owed by Group undertakings

The Company has material amounts owed by Group undertakings outstanding at year end. The judgement as to whether an amount has become irrecoverable is an assessment made by the Directors in the determination of the expected total credit loss recognised under IFRS 9. This assessment takes into consideration Group solvency and access to Group funding by the debtor. The Directors consider the full amount owed to be recoverable under IFRS 9.

The Company has recognised a total loss allowance of £550,000 (2018: £179,000) in respect of both aged debtors and disputed trade and other receivable balances at 31 March 2019.

Notes (continued)

1 Accounting policies, judgements and estimates (continued)

Profit before other items

'Other items' are items of financial performance which the Company believes should be separately identified on the face of the income statement to assist in understanding the underlying financial performance achieved by the Company. Determining whether an item is part of other items or not requires judgement.

On 30 September 2018, the Company completed the sale of Mitie Pest Control Limited. The Company recognised a net gain on disposal of £34,098,000.

The Company recognised an impairment of £9,756,000 relating to investments in Mitie Managed Services Limited, Mitie Services (Retail) Limited, Mitie Transport Services Limited and Direct Enquiries Holding Limited.

Key sources of estimation uncertainty are as follows:

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in the next financial year are discussed below.

Revenue recognition, contract assets and contract liabilities

Due to the size and complexity of the Group's contracts, management is required to form a number of key judgements and estimates in the determination of the amount of revenue and profits to record, and related balance sheet items such as contract assets, accrued income and deferred income to recognise (refer to Note 1).

This includes an assessment of the costs the Group incurs to deliver the contractual commitments and whether such costs should be expensed as incurred or capitalised. These judgements are inherently subjective and may cover future events such as the achievement of contractual performance targets and planned cost savings or discounts. The Directors do not consider that any reasonably foreseeable change in this source of estimation would have a material impact on the Group's financial statements.

Measurement and impairment of goodwill and other intangible assets

The measurement of intangible assets other than goodwill on a business combination involves estimation of future cash flows and the selection of suitable discount rates. Determining whether goodwill and other intangible assets are impaired requires an estimation of the value in use of the CGUs to which the goodwill has been allocated. The value in use calculation involves an estimation of the future cash flows of CGUs and the selection of appropriate discount rates to use in order to calculate present values.

The carrying value of goodwill and other intangible assets is £1,904,000 (2018: £4,336,000) at the balance sheet date; see notes 10 and 11.

Provisions, contingent liabilities and onerous contracts

The Company is from time to time, party to legal proceedings and claims that are in the ordinary course of business. Judgements are required in order to assess whether these legal proceedings and claims are probable and the liability can be reasonably estimated, resulting in a provision, or, alternatively, whether the items meet the definition of contingent liabilities. When a contract is expected to incur future unavoidable losses and has therefore become onerous, judgment is required to assess the future expected revenue and costs and hence to determine the appropriate level of provision. Provisions are liabilities of uncertain timing or amount and therefore in making a reliable estimate of the quantum and timing of liabilities judgement is applied and re-evaluated at each reporting date. The Company recognised provisions at 31 March 2019 of £1,641,000 (2018: £1,475,000). Further details are included in Note 18.

Notes (continued)

2 Turnover

	2019	2018
By geographical market:		
United Kingdom	607,491	569,190
Jersey, Guernsey and Isle of Man	-	1,943
Republic of Ireland	-	1,487
	<u>607,491</u>	<u>572,620</u>

3 Expenses and auditor's remuneration

Included in profit/loss are the following:

	2019 £000	2018 £000
Loss on disposal of intangible fixed assets	-	10
Gain on disposal of tangible fixed assets	-	(1)
	<u>-</u>	<u>9</u>

Auditor's remuneration:

	2019 £000	2018 £000
Audit of these financial statements	-	155
Audit of these financial statements borne by Mitie Group plc and not recharged	155	-
	<u>155</u>	<u>155</u>

Amounts receivable by the Company's auditor and its associates in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's parent, Mitie Group plc.

4 Other items

	2019 £000	2018 £000
Gain on disposal of investments in subsidiaries	34,098	4,301
Impairment of investments in subsidiaries	(9,756)	-
	<u>24,342</u>	<u>4,301</u>

Notes *(continued)*

5 Staff numbers and costs

The average number of persons employed by the Company (including Directors) during the year, analysed by category, was as follows:

	Number of employees	
	2019	2018
Operations	363	265
Administration	453	611
	816	876

The aggregate payroll costs of these persons were as follows:

	2019	2018
	£000	£000
Wages and salaries	32,098	27,549
Share based payments (See note 20)	(40)	(86)
Social security costs	3,543	3,460
Termination and redundancy payments	366	339
Pension costs	1,825	1,927
	37,792	33,189

Notes (continued)

6 Directors' remuneration

	2019 £000	2018 £000
Directors' emoluments	1,448	1,066
Amounts receivable under long term incentive schemes	-	7
Company contributions to money purchase pension plans	82	20
Compensation for loss of office	-	189
	<u> </u>	<u> </u>

In respect of the highest paid Director:

	2019 £000	Restated 2018 £000
Emoluments and amounts receivable under long term incentive schemes	968	487
Accrued pension under defined benefit pension scheme	-	-

	Number of Directors 2019	2018
Retirement benefits are accruing to the following number of Directors under:		
Money purchase schemes	2	1
The number of Directors who exercised share options was	-	3
The number of Directors in respect of whose services shares were received or receivable under long term incentive schemes was	-	1
	<u> </u>	<u> </u>

7 Other interest receivable and similar income

	2019 £000	2018 £000
Bank interest	-	50
Interest receivable and similar from Group undertakings	523	102
	<u> </u>	<u> </u>
Total interest receivable and similar income	523	152
	<u> </u>	<u> </u>

Notes (continued)

8 Interest payable and similar expenses

	2019 £000	2018 £000
Interest payable on working capital facility	240	213
Interest payable to Group undertakings	746	452
Net pension scheme interest	(2)	3
	<hr/>	<hr/>
Total other interest payable and similar expenses	984	668
	<hr/>	<hr/>

9 Taxation

	2019 £000	2018 £000
<i>Analysis of charge in the year</i>		
<i>UK corporation tax at 19% (2018: 19%)</i>		
Current tax on income for the period	274	-
Adjustments in respect of prior periods	1,037	(199)
	<hr/>	<hr/>
Total current tax	1,311	(199)
<i>Deferred tax (see note 17)</i>		
Origination and reversal of temporary timing differences	266	164
Reduction in statutory tax rate	(28)	25
Adjustments in respect of prior periods	(1,031)	83
	<hr/>	<hr/>
Total deferred tax	(793)	272
	<hr/>	<hr/>
Tax on profit	518	73
	<hr/>	<hr/>

	2019 £000	2018 £000
<i>Tax recognised directly in equity</i>		
Current tax	-	(8)
Deferred tax	-	19
	<hr/>	<hr/>
Total tax recognised directly in equity	-	11
	<hr/>	<hr/>

Notes (continued)

9 Taxation (continued)

	2019 £000	2018 £000
<i>Reconciliation of effective tax rate</i>		
Profit for the year	93,679	1,902
Total tax expense	518	73
Profit excluding taxation	94,197	1,975
Tax using the UK corporation tax rate of 19% (2018: 19%)	17,897	375
Reduction in statutory tax rate on deferred tax balances	(28)	25
Items not deductible (taxable)	(4,574)	(20)
Non-taxable income from shares in Group undertakings	(13,044)	-
Tax impact of employee share options	260	(191)
Adjustments in respect of prior periods	7	(116)
Total tax expense	518	73

The main rate of corporation tax will reduce from 19% to 17% from 1 April 2020. These rates have been used to calculate the deferred tax balance as they were substantively enacted at the balance sheet date.

10 Goodwill

	£000
Cost	
Balance at 1 April 2018	1,312
Balance at 31 March 2019	1,312
Amortisation and impairment	
Balance at 1 April 2018	-
Balance at 31 March 2019	-
Net book value	
At 1 April 2018	1,312
At 31 March 2019	1,312

Notes (continued)

11 Intangible assets

	Software	Assets under construction	Total
	£000	£000	£000
Cost			
At 1 April 2018	3,698	3,024	6,722
Additions	-	-	-
Transfers to other Group companies	-	(3,024)	(3,024)
Disposals	(3,698)	15	(3,698)
At 31 March 2019	<u>602</u>	<u>-</u>	<u>602</u>
Amortisation			
At 1 April 2018	3,698	-	3,698
Charge for the year	10	-	10
Disposals	(3,698)	15	(3,698)
At 31 March 2019	<u>10</u>	<u>-</u>	<u>10</u>
Net book value			
At 1 April 2018	<u>-</u>	<u>3,024</u>	<u>3,024</u>
At 31 March 2019	<u>57</u>	<u>-</u>	<u>592</u>

Intangibles are amortised over their estimated economic life of 5 years.

Notes (continued)

12 Fixed asset investments

The Company has the following investments in subsidiaries

	Shares in Group undertakings £000
Cost	
At beginning of year	378,599
Additions	-
Disposal of subsidiary	(3,877)
	<u>374,722</u>
At end of year	<u>374,722</u>
Provision for impairment	
At beginning of year	-
Charged to income statement	9,756
	<u>9,756</u>
At end of year	<u>9,756</u>
Net book value	
At 31 March 2018	<u>378,599</u>
At 31 March 2019	<u>364,965</u>

The Company recognised an impairment of £9,756,000 relating to investments in Mitie Managed Services Limited, Mitie Services (Retail) Limited, Mitie Transport Services Limited and Direct Enquiries Holding Limited.

Fixed asset investments in subsidiaries are shown at cost less any provision for impairment. Investments in subsidiaries are reviewed on an ongoing basis for any indication of impairment and, if any such indication exists, the investment's recoverable amount is estimated. An impairment loss is recognised in the income statement whenever the carrying value of an asset exceeds its recoverable amount.

Notes (continued)

12 Fixed asset investments (continued)

Company name	Country of incorporation	Class of shares held	Ownership	
			2019	2018
Direct Enquiries Holdings Limited	England and Wales	£1.00 ordinary A	100%	100%
Direct Enquiries Holdings Limited	England and Wales	£1.00 ordinary	100%	100%
Direct Enquiries Holdings Limited	England and Wales	£0.01 redeemable	100%	100%
Mitie Business Services Limited	England and Wales	£0.01 ordinary A	100%	100%
Mitie Business Services Limited	England and Wales	£0.01 ordinary B	100%	100%
Mitie Business Services Limited	England and Wales	£1.00 deferred	100%	100%
Mitie Catering Services Limited	England and Wales	£1.00 ordinary A	51%	51%
Mitie Care and Custody Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Cleaning Services Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Cleaning Services Limited	England and Wales	£1.00 ordinary B	100%	100%
Mitie Cleaning Services Limited	England and Wales	£1.00 ordinary C	100%	100%
Mitie Client Services Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Client Services Limited	England and Wales	£0.01 ordinary B	100%	100%
Mitie Client Services Limited	England and Wales	£1.00 ordinary C	100%	100%
Mitie Document Solutions Limited	England and Wales	£1.00 ordinary A	100%	0%
Mitie Document Solutions Limited	England and Wales	£1.00 ordinary B	100%	0%
Mitie Document Solutions Limited	England and Wales	£1.00 ordinary C	100%	100%
Mitie Dormant (No1) Limited ¹	England and Wales	£1.00 ordinary A	100%	100%
Mitie Dormant (No1) Limited ¹	England and Wales	£1.00 ordinary B	100%	100%
Mitie Dormant (No1) Limited ¹	England and Wales	£1.00 ordinary C	100%	100%
Mitie Landscapes Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Landscapes Limited	England and Wales	£1.00 ordinary B	100%	100%
Mitie Landscapes Limited	England and Wales	£1.00 ordinary C	100%	100%
Mitie Managed Services Limited	England and Wales	£0.01 ordinary	100%	100%
Mitie Managed Services Limited	England and Wales	£1.00 deferred	100%	100%
Mitie PFI Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie PFI Limited	England and Wales	£1.00 ordinary B	100%	100%
Mitie Resources Limited	England and Wales	£1.00 ordinary	100%	100%
Mitie Security Holdings Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Security Holdings Limited	England and Wales	£0.01 ordinary B	100%	100%
Mitie Security Holdings Limited	England and Wales	£0.01 ordinary C	100%	100%
Mitie Services (Retail) Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Services (Retail) Limited	England and Wales	£1.00 ordinary B	100%	100%
Mitie Services (Retail) Limited	England and Wales	£1.00 ordinary C	100%	100%
Mitie TS2 Limited	England and Wales	£0.001 ordinary B	100%	100%
Mitie Transport Services Limited	England and Wales	£1.00 ordinary A	100%	100%
Mitie Transport Services Limited	England and Wales	£1.00 ordinary B	100%	100%
Mitie Transport Services Limited	England and Wales	£1.00 ordinary C	100%	100%
Mitie Transport Services Limited	England and Wales	£1.00 ordinary D	100%	100%
Mitie Pest Control Limited	England and Wales	£1.00 ordinary	0%	100%

The registered office of all companies listed above is Level 12 The Shard, 32 London Bridge Street, London, England SE1 9SG.

Notes:

1. Mitie Dormant (No.1) Limited was previously known as Mitie Pest Control (London) Limited.

Notes (continued)

13 Debtors

	2019 £000	2018 ¹ £000
Trade debtors	24,181	15,238
Amounts owed by Group undertakings	100,999	37,502
Other debtors	1,844	4,694
Deferred tax assets (see note 17)	14,024	13,231
Corporation tax	-	7,268
Prepayments	2,365	1,630
Accrued income	6,995	12,548
Total	150,408	92,111
Due within one year	136,385	78,937
Due after more than one year	14,023	13,174

Notes:

1. The Group has applied IFRS 9 using the cumulative effect method. Under this method, the comparative information is not restated. See Note 1.

In the opinion of the Directors, the fair value does not materially differ from the carrying value.

Amounts owed by Group undertakings are repayable on demand.

14 Deferred income

	2019 £000	2018 £000
Deferred income		
Deferred income included within current liabilities	28,584	27,904
Deferred income included within non-current liabilities	6,571	10,050
Total deferred income	35,155	37,954

Notes (continued)

15 Contract assets

	Pre-contract costs £000
Additions	2,200
At March 2019	2,200
Included in current assets	733
Included in non-current assets	1,467
Total	2,200

Contract assets

Contract assets are amortised on a straight-line basis over the contract life which is consistent with the transfer of services to the customer to which the asset relates. Management has determined that no impairment of contract assets is required as at 31 March 2019.

16 Creditors: amounts falling due within one year

	2019 £000	2018 £000
Trade creditors	3,546	5,441
Amounts owed to Group undertakings	78,780	145,500
Taxation and social security	29,048	21,152
Corporation tax	220	-
Other creditors	1,709	214
Accruals	10,912	9,165
	124,215	181,472

Notes (continued)

17 Deferred tax assets and liabilities

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Assets	
	2019	2018
	£000	£000
Tangible fixed assets	300	524
Share-based payments	90	261
Provisions	17	8
Tax losses carried forward	13,617	12,438
	<hr/>	<hr/>
Net tax asset	14,024	13,231
	<hr/> <hr/>	<hr/> <hr/>

Movement in deferred tax during the year

	1 April 2018	Recognised in	31 March
	£000	income	2019
		£000	£000
Tangible fixed assets	524	(224)	300
Share-based payments	261	(171)	90
Provisions	8	9	17
Tax losses carried forward	12,438	1,179	13,617
	<hr/>	<hr/>	<hr/>
	13,231	793	14,024
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

Movement in deferred tax during the prior year

	1 April 2017	Recognised	Recognised	31 March
	£000	in income	in equity	2018
		£000	£000	£000
Tangible fixed assets	439	85	-	524
Share-based payments	127	127	7	261
Provisions	35	-	(27)	8
Tax losses carried forward	-	(483)	12,921	12,438
	<hr/>	<hr/>	<hr/>	<hr/>
	601	(271)	12,901	13,231
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

The UK Government announced a reduction in the UK corporation tax rate from 19% to 17% from 1 April 2020, which has been substantively enacted.

The reduction in the balance sheet carrying value of deferred tax assets and liabilities to reflect the rate of tax at which those differences are expected to reverse has not had a material impact on the current year tax charge.

Notes (continued)

18 Provisions

	Insurance excess provision £000	Total £000
Balance at 1 April 2018	1,475	1,475
Provisions made during the year	166	166
Balance at 31 March 2019	1,641	1,641

The insurance reserve provides for the self-insured element of Fleet and Liability claims that will typically settle over three to five years. This includes a provision for claims that are expected but have not yet been reported.

19 Retirement benefit schemes

The Company's employees are eligible to participate in either the Mitie Group plc Pension Scheme (a defined benefit scheme), Mitie Group's defined contribution schemes or, for certain employees transferred under TUPE, various Admitted Body Schemes, which are all part of the Local Government Pension Scheme.

The Company's contractual arrangements mean that it only participates in the Railway Scheme for a finite period up to the end of the contract. For this period some of the schemes are accounted for as a deferred benefit scheme and further information is disclosed below.

The information disclosed below is in respect of the whole of the plans for which the Company is either the sponsoring employer or has been allocated a share of cost under an agreed Group policy throughout the periods shown.

	2019 £000	2018 £000
Total defined benefit asset	1,104	1,059
Total defined benefit liability	(1,104)	(1,018)
Net liabilities/(assets) for defined benefit obligations (see following table)	-	41

Notes (continued)

19 Retirement benefit schemes (continued)

Movements in net defined benefit liability/(asset)

	Defined benefit obligation		Fair value of plan assets		Net defined liability/(asset)	
	2019	2018	2019	2018	2019	2018
	£000	£000	£000	£000	£000	£000
Balance at 1 April	(1,018)	(1,218)	1,059	1,103	41	(115)
Included in profit or loss						
Interest (cost)/income	(26)	(32)	28	31	2	(1)
	(1,044)	(1,250)	1,087	1,134	43	(116)
Included in OCI						
Remeasurements (loss)/gain:						
Actuarial (loss)/gain	(51)	215	35	(58)	(16)	157
Effect of asset ceiling	(27)	-	-	-	(27)	-
	(1,122)	(1,035)	1,122	1,076	-	41
Other						
Contributions paid by the employer	-	-	-	-	-	-
Benefits paid	18	17	(18)	(17)	-	-
Balance at 31 March 2019	(1,104)	(1,018)	1,104	1,059	-	41

Plan assets

	2019	2018
	£000	£000
Equity instruments	570	547
Debt instruments e.g. Government bonds	534	512
Total	1,104	1,059

Notes (continued)

19 Retirement benefit schemes (continued)

All equity securities and government bonds have quoted prices in active markets. All government bonds are issued by European governments and are AAA- or AA-rated. All other plan assets are not quoted in an active market.

Actuarial assumptions

The Company is required to pay regular contributions as decided by the Scheme Actuary and detailed in the Scheme's Schedule of Contributions.

The following are the principal actuarial assumptions at the reporting date:

	2019	2018
Discount rate at 31 March	2.40	2.60
Future salary increases	3.20	3.10
Retail price inflation	3.20	3.10
Consumer price inflation	2.20	2.10
Future pension increases	3.50	3.40

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The assumptions are equivalent to expecting a 65-year old to live for a number of years as follows:

- Current pensioner aged 65: 88 years (male), 89 years (female).
- Future retiree upon reaching 65: 89 years (male), 90 years (female).

The funding requirements are based on a separate actuarial valuation for funding purposes for which the assumption may differ from the assumptions above.

The Company expects to pay nil contribution (2018: £12,000) in contribution to its defined benefit plans in 2019. The weighted average duration of the defined benefit obligation at the end of the reporting period is around 20 years (2018: 20 years).

Notes *(continued)*

20 Share based payments

The Mitie Group operates six equity-settled share option schemes, involving ordinary 2.5p shares in Mitie Group plc, which are open to employees of the Company. Full details of the schemes are given in the annual report of Mitie Group plc. The main terms of each scheme are as follows:

Discretionary schemes

Mitie Group plc long term incentive plan (2001 and 2011)

Awards of shares or rights to acquire shares with an exercise price of nil and a vesting period of 3 - 5 years. Awards may be forfeited if the employee leaves the Group. Performance conditions must be satisfied which are based on movements in a range of market and non-market conditions.

Mitie Group plc executive share option scheme

The right to acquire shares at a predetermined price following a vesting period of three years. Options may be forfeited if the employee leaves the Group. Before options can be exercised, a performance condition, linked to growth in earnings per share, must be satisfied

Conditional share plan

Awards of shares or rights to acquire shares with an exercise price of nil and a vesting period of 1 - 2 years. Awards may be forfeited if the employee leaves the Group.

Non-discretionary schemes

Mitie Group plc SAYE scheme

The right to acquire shares at a predetermined price if the employee saves a regular amount over a three year period. Options must be exercised within six months of the date of vesting. Options may be forfeited if the employee leaves the Group.

Share incentive plan

Employees are invited to invest in Partnership shares which are purchased in the market on their behalf and held in a UK employee benefit trust. One Matching share is awarded for every ten Partnership shares purchased. Matching shares may be forfeited if the employee disposes of the Partnership shares within three years of purchase.

	2019	2018
Weighted average share price at date of exercise	133p	265p
Options outstanding prices	137p to 254p	212p to 319p
Weighted average remaining contractual life	4 years	4 years

The options outstanding at 31 March 2019 had exercise prices ranging from 137p to 254p (2018: 212p to 319p). During the year, options were granted in August, September and December 2018. In the prior year, options were granted in July, August, October, November 2017 and January 2018.

Notes (continued)

21 Capital and reserves

Share capital authorised and fully paid	At start of year	At end of year	2019 £000	2018 £000
Ordinary Shares				
Ordinary shares at £1 each	38,750,002	38,750,002	38,750	38,750
	<u>38,750,002</u>	<u>38,750,002</u>	<u>38,750</u>	<u>38,750</u>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Share premium account

The share premium account represents the premium arising on the issue of equity shares.

Profit and loss account

The profit and loss account comprises the retained earnings and losses of the Company, less amounts distributed to the Company's shareholder.

22 Commitments

Commitments on behalf of Group undertakings

The Company is party with other Group undertakings to cross-guarantees of each others bank overdrafts and loans.

	2019 £000	2018 £000
Overall commitment	<u>264,051</u>	<u>258,106</u>

23 Related parties

The Company is a participant in the Mitie Group plc Pension Scheme, a defined benefit scheme; the contributions payable under the scheme are apportioned to the Company on the basis of the percentage of pensionable payroll determined, by the scheme actuaries, for the scheme as a whole. The contributions payable to the scheme were nil (2018: £2,000); nil of this amount was payable to the scheme at 31 March 2019 (2018: £nil). Full details of the scheme are set out in the Annual Report and Accounts of Mitie Group plc.

24 Contingent liabilities

Contractual disputes, guarantees and indemnities

The Company is from time to time, party to contractual disputes that arise in the ordinary course of business.

The Directors do not anticipate that the outcome of any of these disputes will have a material adverse effect on the Company's financial position, other than as already provided for in the accounts. In appropriate cases, a provision is recognised based on best estimates and management judgement but there can be no guarantee that these provisions (which may be subject to potentially material revision from time to time) will result in an accurate prediction, due to the uncertainty of the actual costs and liabilities that may be incurred. The Directors will continue to monitor events as matters progress.

Notes *(continued)*

25 Subsequent events

There are no material post balance sheet events that require adjustment or disclosure.

26 Ultimate parent company and parent company of larger group

The Company is a subsidiary undertaking of Mitie Holdings Limited which is the immediate parent company incorporated in England and Wales. The ultimate controlling party is Mitie Group plc, a company incorporated in Scotland with its registered office at 35 Duchess Road, Rutherglen, Glasgow, G73 1AU. Mitie Group plc is the parent company of the largest and smallest groups into which the accounts of the Company are consolidated. The consolidated financial statements of Mitie Group plc are available to the public and may be obtained from the Company Secretary at Level 12 The Shard, 32 London Bridge Street, London, SE1 9SG, UK or from www.mitie.com.