Annual report and financial statements for the year ended 30 September $2020\,$

Company Registration Number (03193989)



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Directors

Kate Dunham (resigned 31 January 2020)

Christopher John Garside (resigned 25 November 2019) Robin Ronald Mills (appointed 25 November 2019) Sarah Jane Sergeant (appointed 1 December 2019)

Registered office

Parklands Court 24 Parklands

Birmingham Great Park Rubery

Birmingham West Midlands B45 9PZ

Auditor

KPMG LLP

Chartered Accountants

One Snow Hill

Snow Hill Queensway

Birmingham B4 6GH

Strategic report for the year ended 30 September 2020

Business review

The directors present their strategic report for the year ended 30 September 2020.

The company's turnover has decreased from £5,355,864 to £Nil. The company's operating loss has decreased from (£492,000) to profit of £1,980,000. The result for the year to 30 September 2020 and the company's financial position as at the end of the period are shown in the attached financial statements.

As of the 31 March 2019 Integrated Cleaning Management Limited ceased trading and made the decision to exit from the cleaning market place and not seek new business. The company no longer has any contracts. On this basis the company is no longer considered a going concern.

The company no longer employs any staff (2019: Nil) across the UK.

Compass Group PLC manages its operations by sector in recognition that they have specific requirements and require specialists to drive tailor made solutions and operating efficiencies. The company's directors believe that this sector specific approach requires no further KPI's to be presented for an understanding of the development, performance or position of the business.

Principal risks and uncertainties

The company has some credit risk with a significant proportion of sales being on credit terms to clients. This risk has been managed through its relationships with clients and strong credit control procedures applied within the company.

Compass Group PLC's risks are discussed in the Group's Annual Report which does not form part of this report.

Approved by the Board on 25 June 2021 and signed on its behalf by:

S J Sergeant

Director

Directors' report for the year ended 30 September 2020

The directors present their annual report and the financial statements for the year ended 30 September 2020.

Going concern

In March 2019, the directors took the decision to cease trading following the closure and sale of the entity's customer contracts. Due to the orderly nature of the wind down in activity, no material provisions were considered necessary as a result of ceasing to apply the going concern basis. The financial statements do not include any provision for the future costs of terminating the business of the Company.

In previous years, the financial statements have been prepared on a going concern basis. However, as the company has ceased trading part way through the financial year, the directors have not prepared the financial statements on a going concern basis. The effect on the financial statements is to report assets and liabilities as current as the company is a non-going concern.

Dividends

The directors do not recommend the payment of a dividend for the year (2019: £Nil).

Directors' of the company

The directors of the Company who were in office during the year and up to the date of signing the financial statements are shown on page 2.

Disclosure of information to the 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.

Auditor

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

Approved by the Board on 25 June 2021 and signed on its behalf by:

S J Sergeant

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Director

Statement of directors' responsibilities in respect of the strategic report, directors' report and the financial statements

The directors acknowledge their responsibilities 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern;
 and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. As explained in note 2, the Directors do not believe that it is appropriate to prepare these accounts on a going concern basis.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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 the Members of Integrated Cleaning Management Limited

Opinion

We have audited the financial statements of Integrated Cleaning Management Limited ("the company") for the year ended 30 September 2020 which comprise the Income Statement, Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity and related notes, including the summary of significant accounting policies set out in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2020 and of its profit for the year then ended:
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 2 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

Strategic report and directors' report

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

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

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

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- · certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Independent Auditor's Report to the Members of Integrated Cleaning Management Limited (continued)

Report on the audit of the financial statements (continued)

Directors' responsibilities

As explained more fully in their statement set out on page 5, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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

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

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.

Mark Flanagan (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants
One Snow Hill
Snow Hill Queensway
Birmingham
B4 6GH

Date: 28 June 2021

Income statement

For the year ended 30 September 2020

	Note	2020 £000	2019 £000
Turnover	3	-	5,356
Cost of Sales		(32)	(5,081)
Gross (loss) / profit		(32)	275
Administrative income/(expenses)		2,012	(767)
Profit/(Loss) before tax	4	1,980	(492)
Tax (charge)/credit on ordinary activities	7	(385)	113
Profit/(Loss) after tax		1,595	(379)

The above results were derived from continuing operations.

Statement of comprehensive income

For the year ended 30 September 2020

	2020 £000	2019 £000
Profit/(Loss) for the year	1,595	(379)
Total comprehensive profit/(loss) for the year	1,595	(379)

Balance sheet

As at the year ended 30 September 2020

	Note	2020 £000	2019 £000
Current assets Debtors Cash at bank and in hand	9	6,520 177 6,697	7,814 164 7,978
Creditors: Amounts falling due within one year	10	(7,656)	(10,522)
Net liabilities		(959)	(2,544)
Capital and reserves Share capital Retained earnings	11	- (959)	(2,544)
Equity shareholder's deficit		(959)	(2,544)

The financial statements of Integrated Cleaning Management Limited (registered number 03193989) were approved by the Board of Directors and authorised for issue on 25 June 2021 and signed on its behalf by:

Sum

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S J Sergeant Director

Statement of changes in equity

For the year ended 30 September 2020

	Share capital	Retained earnings	Total £000
At 30 September 2019	-	(2,554)	(2,554)
Profit for the year		1,595	1,595
At 30 September 2020	-	(959)	(959)
For the year ended 30 September 2019			
	Share capital £000	Retained earnings £000	Total £000
At 1 October 2018	-	(2,175)	(2,175)
Loss for the year		(379)	(379)
At 30 September 2019	-	(2,554)	(2,554)

Notes to the financial statements for the year ended 30 September 2020

1. General information

Integrated Cleaning Management Limited ("the Company") is a private company limited by share capital, incorporated, domiciled and registered in England. The registered number is 03193989.

The address of its registered office is:

Parklands Court 24 Parklands Birmingham Great Park Rubery Birmingham B45 9PZ

2. Accounting policies

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.

- · Cash flow statement and related notes;
- Certain disclosures regarding revenue;
- Comparative period reconciliations for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- The effects of new but not yet effective IFRSs;
- Disclosure in respect of the compensation of Key Management Personnel; and
- Disclosure of transactions with a management entity that provides key management personnel services to the Company.

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

Basis of measurement

The financial statements have been prepared on a break-up basis.

Non-going concern

The Company is winding down its activities following the closure and sale of the entity's customer contracts. For this reason, the financial statements have been prepared on a non-going concern basis other than that of a going concern. Due to the orderly nature of the wind down in activity, no material provisions were considered necessary as a result of ceasing to apply the going concern basis.

Functional and presentation currency

These financial statements are presented in Sterling, which is the Company's functional currency. All financial information presented in Sterling has been rounded to the nearest thousand, except when otherwise indicated.

Notes to the financial statements for the year ended 30 September 2020 (continued)

2. Accounting policies (continued)

Estimates and judgements

The preparation of the financial statements in conformity with FRS101 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The Board do not believe that there are any principal accounting estimates, assumptions and judgements employed in the preparation of these financial statements which could affect the carrying amounts of assets and liabilities at the balance sheet date except for the note mentioned under the going concern paragraph.

Financial instruments

Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits.

Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Non-derivative financial liabilities

All financial liabilities are recognised initially on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or expire. The Company classifies non-derivative financial liabilities in the other financial liabilities category. Such financial liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method.

Other financial liabilities comprise loans and borrowings, bank overdrafts and trade and other payables.

Notes to the financial statements for the year ended 30 September 2020 (continued)

2. Accounting policies (continued)

Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

Impairment excluding deferred tax assets

Financial assets (including trade and other debtors)

From 1 October 2018, the Company measures provisions for impairment of trade debtors at an amount equal to lifetime expected credit losses. In determining credit risk, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Company's historical experience, and forward looking information. The Group considers the model and the assumptions used in calculating these expected credit losses as sources of estimation uncertainty.

Non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. 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 the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units, or ("CGU"). Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment is tested reflects the lowest level at which goodwill is monitored for internal reporting purposes.

In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Notes to the financial statements for the year ended 30 September 2020 (continued)

2. Accounting policies (continued)

Tangible Assets

Tangible fixed assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible fixed assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged to the income statement account on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Land is not depreciated. The estimated useful lives are as follows:

Asset class Depreciation rate

Plant and equipment 3 years

Turnover

Revenue represents income derived from contracts for the provision of support services by the Company to customers in exchange for consideration in the normal course of business. The Company's revenue is comprised of revenues under its contracts with clients. Clients engage the Company to provide support services at their locations. Depending on the type of client and service, we are paid either by our client and/or directly by the consumers to whom we have been provided access by our clients.

Performance obligations

The Company recognises revenue when its performance obligations are satisfied. Performance obligations are satisfied as control of the goods and services is transferred to the client and/or consumers. In certain cases, clients engage us to provide support services in a single multi service contract. We recognise revenue for each separate performance obligation in respect of support services as there are provided. There is little judgement involved in determining if a performance obligation has been satisfied. Performance obligations are usually clearly identified within contracts and revenue is recognised for each separate performance obligation.

Timing of revenue recognition

Revenue is recognised as performance obligations are satisfied as control of the service is transferred to the customer. For each performance obligation within a contract, the Company determines whether it is satisifed over time or at a point in time.

The Company has determined that most of its performance obligations are satisifed over time as the client simultaneously receives and consumes the benefits provided by the Company as the support services are rendered at the client site. In these circumstances, revenue is 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.

Notes to the financial statements for the year ended 30 September 2020 (continued)

2. Accounting policies (continued)

Taxation

Tax in the income statement for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity or in other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

The following temporary differences are not provided for:

- The initial recognition of goodwill;
- The initial recognition of assets or liabilities that affect neither accounting or taxable profit other than in a business combination; and
- For differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future;

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

3. Turnover

Turnover, all one class of business, represents the invoiced value excluding value added tax of goods and services provided to

The analysis of turnover by geographical area is as follows:

	2020 £000	2019 £000
United Kingdom	<u>-</u>	5,356

Notes to the financial statements for the year ended 30 September 2020 (continued)

4. Operating profit

Included in profit are the following:		
	2020	2019
	£000	£000
Vehicle lease rentals	· -	. 35
Auditor's remuneration:		
	2020	2019
	£000	£000
Audit of the financial statements	1	35
The audit fee payable to the company's auditor for the audit of the company's accounts of £1 Compass Contract Services (U.K.) Limited, a fellow group company. Non-audit fees in the year were	-	borne by

5. Employee information

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

follows:	•	
	2020	2019
	No.	No.
Administration and support	_	6
Cleaning services	-	513
		519
The aggregate payroll costs (including directors' remuneration) were as follows:		
	2020	2019
	£000	£000
Wages and salaries	8	3,567
Social security costs		167
Pension costs, defined benefit scheme	1	39
	9	3,773
The aggregate payroll costs of £9,000 (2019: £3,773,000) was borne by another group company.		
6. Directors' remuneration		
	2020	2018
	£000	£000
Directors' emoluments	-	717
Pension costs	-	32
		749
In respect of the highest paid director:		
	2020	2019
	£000	£000
Directors' emoluments	-	451
		

All of the directors who served during the year are directors of the parent company. These directors received no remuneration for their services to this company as the services provided to Compass Purchasing Limited are incidental to the management roles they fulfil for the group.

Notes to the financial statements for the year ended 30 September 2020 (continued)

7. Taxation

Tax charged/(credited) in the income statement account

	2020 £000	2019 £000
Current Taxation	rooo	£000
Tax on profit/(loss) of the year	376	(707)
Adjustment in respect of previous years	9	17
Total current income tax	385	(690)
	2020 £000	2019. £000
Deferred taxation		
Origination and reversal of timing differences	-	558
Adjustment in respect of previous years		19
Total deferred taxation	-	557
Tax receipt in the income statement	385	(113)

The tax assessed for the period is lower (2019: lower) than the standard effective rate of corporation tax in the UK for the year ended 30 September 2020 of 19% (2019: 19%). The differences are explained below:

The differences are reconciled below:

•	2020 £000	2019 £000
Profit/(loss) before tax	1,980	(492)
Profit/(Loss) on ordinary activities multiplied by standard rate in the UK 19% (2019: 19%)	376	(94)
Permanent timing differences	-	11
Adjustments to tax charge in respect of previous years	9	36
Rate changes	-	(66)
Total tax charge/(credited) for the year	385	(113)

Factors that may affect future charges

In the 11 March 2020 Budget it was announced that the UK tax rate will remain at the current 19% and not reduce to 17% from 1 April 2020. This will have a consequential effect on the Company's future tax charge.

Notes to the financial statements for the year ended 30 September 2020(continued)

8. Deferred tax

The elements of deferred taxation are as follows:		
	2020	2019
	£000	£000
Accelerated timing differences Other timing differences	. •	577
Deferred tax asset		577
	2020	2019
	£000£	£000
1 October 2019	-	577
Deferred tax charged in profit and loss account		(577)
30 September 2020		
9. Debtors		
	2020	2019
•	£000	£000
Trade debtors	-	316
Amounts owed from group undertakings	6,519	6,500
Prepayments and accrued income	-	291
Deferred tax asset	1	
Corporation tax	-	707

The amounts due from group undertakings are loans to related entities in the Compass Group. This is repayable on demand.

6,520

7,814

10. Creditors: Amounts falling due within one year

	2020	2019
·	£000	£000
Trade creditors	4	4
Accruals	380	662
Amounts owed to group undertakings	6,862	8,833
Corporation tax	394	-
Other creditors	16	1,023
	7,656	10,522

The amounts due to group undertakings are loans to related entities in the Compass Group. There are no fixed interest or repayment terms relating to these loans.

Notes to the financial statements for the year ended 30 September 2020 (continued)

11. Share capital

Allotted, called up and fully paid shares

30 September		30 September	
	2020		2019
No.000	£000	No.000	£000
_	_	_	_

500 ordinary shares of £1 each

12. Contingent liabilities

Under a group registration the Company is jointly and severally liable for VAT due by the other companies within the group registration. At 30 September 2020 this contingent liability amounted to £55,309,000 (2019: £57,661,525).

13. Related party transactions

As a wholly owned subsidiary, the Company is exempt from disclosure of transactions with group undertakings under FRS101.

14. Parent and ultimate parent undertaking

The ultimate parent company and controlling party is Compass Group PLC. This is the largest and smallest group into which the Company is consolidated.

The only group of undertakings for which group accounts are drawn up and of which the Company is a member is Compass Group PLC. Copies of the group accounts referred to above can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.