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REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011 FOR

RSA ENVIRONMENTAL HEALTH LIMITED

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COMPANY INFORMATION for the year ended 31 March 2011

DIRECTORS:

 $S \; A \; King$

N C Coote S P Letley

SECRETARY:

L E Young

REGISTERED OFFICE:

The Old Church

31 Rochester Road

Aylesford Kent ME20 7PR

REGISTERED NUMBER:

03293551 (England and Wales)

AUDITORS:

Crowe Clark Whitehill LLP

Chartered Accountants & Registered Auditors

10 Palace Avenue

Maidstone Kent ME15 6NF

REPORT OF THE DIRECTORS

for the year ended 31 March 2011

The directors present their report with the financial statements of the Company for the year ended 31 March 2011

PRINCIPAL ACTIVITY

The principal activity of the Company in the year under review was that of providing consultancy services and training in respect of general health and safety, together with the sale of associated health and safety and other products

REVIEW OF BUSINESS

Turnover of £661,581 was generated in the year to 31 March 2011 representing the combined trading of RSA Environmental Health Limited (RSA) and In House the Hygiene Management Company Limited which merged on 31 March 2010 with "In House" becoming a trading division of RSA. A profit after tax of £2,794 was achieved representing an improvement over the losses of £5,786 and £71,431 generated by RSA on its own in the preceding two years.

The overall combined picture is one of a reduction in sales year on year attributable to the difficult economic climate RSA has traditionally gained a large percentage of its turnover from the supply of temporary professional staff to local councils and this business sector has contracted significantly as a result of the government's spending review. Despite this, the core service offering of consultancy services and training has been stable and it is encouraging that tight expenditure control has resulted in a profit being returned

The Company will continue to focus efforts on expanding the core business of providing a safety advisor service as well as looking to provide a more complete package to local authorities via the opportunities brought about by the commissioning of services. In particular, the profile of In House within the independent school sector will continue to be capitalised upon, with the introduction of a school safety accreditation service being a particularly exciting new venture

DIVIDENDS

No dividends were paid during the year ended 31 March 2011 (2010 - nil)

DIRECTORS

The directors during the year under review were

S A King N C Coote S P Letley

POLITICAL AND CHARITABLE CONTRIBUTIONS

No charitable donations (2010 - nil) were made by the Company during the year

INTERNAL CONTROLS

The directors acknowledge their responsibilities for the Company's systems of internal control. The directors consider all major business and financial risks and resolve strategic decisions. Accepting that no system of control can provide absolute assurance against material misstatement or loss, the directors believe that the established systems for internal control within the Company are appropriate to the business

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the Company's strategy are subject to a number of risks and uncertainties. As the Company is a 100% subsidiary of PHSC plc, it is appropriate to consider these in the context of the Group as a whole. Further discussion is provided on pages 8 and 9 of the Group's annual report that does not form part of these financial statements.

REPORT OF THE DIRECTORS

for the year ended 31 March 2011

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and 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,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

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

GOING CONCERN

The directors confirm that they consider the going concern basis remains appropriate. The Company can access support from its holding company, PHSC plc, that has considerable financial resources together with long-term agreements with a number of customers based in different geographic areas. As a consequence, the directors have a reasonable expectation that the Company, will be able to continue in operational existence for the foreseeable future.

PROVISION OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have taken as a director in order to be aware of any information needed by the Company's auditor in connection with preparing its report and to establish that the Company's auditor is aware of that information

AUDITORS

During the year Horwath Clark Whitehill LLP changed its name to Crowe Clark Whitehill LLP Crowe Clark Whitehill LLP will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

ON BEHALF OF THE BOARD:

S King - Director 14 July 2011

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF RSA ENVIRONMENTAL HEALTH LIMITED

We have audited the financial statements of RSA Environmental Health Limited for the year ended 31 March 2011, set out on pages 5 to 12 The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the Company's shareholders, 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 shareholders those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

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

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

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

We read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent misstatements or inconsistencies we consider the implications for our report. A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www frc org uk/apb/scope/private cfm

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2011 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

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

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

Keith Newman (Senior statutory auditor) for and on behalf of CROWE CLARK WHITEHILL LLP Statutory Auditors

10 Palace Avenue, Maidstone, Kent ME15 6NF

25 July 2011

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PROFIT AND LOSS ACCOUNT for the year ended 31 March 2011

	Note	31 3 11 £	31 3 10 £
TURNOVER	2	661,581	650,449
Cost of sales		(449,519)	(477,394)
GROSS PROFIT		212,062	173,055
Administrative expenses		(208,238)	_(178,849)
OPERATING PROFIT/(LOSS)	4	3,824	(5,794)
Interest receivable and similar income	5	281	75
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		4,105	(5,719)
Tax on ordinary activities	7	(1,311)	(67)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR AFTER TAXATION		2,794	(5,786)

CONTINUING OPERATIONS

All turnover and operating loss is derived from continuing activities

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the losses for the year

NOTE OF HISTORICAL COST PROFITS AND LOSSES

The difference between the results as disclosed in the profit and loss account and the results on an unmodified historical cost basis is not material

On 31 March 2010 the trade and assets of In House The Hygiene Management Company Limited, a fellow subsidiary, were acquired by the company. The operations were combined immediately following acquisition and it is not possible to separate out the results of the two businesses for the year following the acquisition. Note 6 summarises the result of In House The Hygiene Management Company Limited for the year ended 31 March 2010 prior to its acquisition.

BALANCE SHEET 31 March 2011

		3	31 3 11		3 10
	Note	£	£	£	£
FIXED ASSETS					
Intangible assets	8		421,382		422,632
Tangible assets	9		5,739		6,816
			427,121	_	429,448
CURRENT ASSETS					
Stock	10	400		400	
Debtors	11	135,883		143,058	
Cash at bank		39,565		23,656	
		175,848		167,114	
CREDITORS Amounts falling due within one year	12	(584,523)		(580,910)	
-					
NET CURRENT LIABILITIES		_	(408,675)	-	(413,796)
TOTAL ASSETS LESS CURRENT LIABILTIES		_	18,446	-	15,652
CAPITAL AND RESERVES					
Called up share capital	14		840		840
Profit and loss account	15	_	17,606		14,812
SHAREHOLDERS' FUNDS	18	_	18,446		15,652

ON BEHALF OF THE BOARD:

N Code

STAKING - Director

N C Coote - Director

Approved by the Board and authorised for issue on 14 July 2011

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2011

ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and are in accordance with applicable UK accounting standards

Accounting standards require the directors to consider the appropriateness of the going concern basis when preparing the financial statements. The directors confirm that they consider that the going concern basis remains appropriate. The directors have taken notice of the Financial Reporting Council guidance 'Going Concern and Liquidity Risk. Guidance for Directors of UK Companies 2009' which requires the reasons for this decision to be explained. The directors regard the going concern basis as remaining appropriate as the Company has adequate resources to continue in operational existence for the foreseeable future based upon forecasts. Further details are provided in the directors' report.

Turnover and annual contracts

Turnover, which excludes value added tax, represents the amount receivable in respect of services provided to customers. Revenue from services is recognised as the services are provided. In respect of services invoiced in advance, amounts are deferred until provision of the service. Income derived from annual contracts is recognised at the point at which a fair value can be attributed to the various components of the contract. Where it is not possible to attribute a fair value, consideration is given to whether sums received are non-refundable.

Goodwill

A sum of £12,500 paid in connection with the acquisition of a business during the year ended 31 March 2005, is being amortised evenly over 10 years. This has given rise to an amortisation charge of £1,250 (2010 £1,250) in the year ended 31 March 2011.

The Directors believe that goodwill attached to the acquisition of In House The Hygiene Management Company Limited on 31 March 2010, has an indefinite useful economic life. In accordance with Financial Reporting Standard 10 "Goodwill and Intangible assets" the directors conduct an annual impairment review to ensure that the estimated recoverable amount (defined as the higher of net realisable value and value in use) has not fallen below its carrying value. Any fall in carrying value below its estimated recoverable amount is charged to the profit and loss account as an impairment charge in the year.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Office equipment

- 25% on reducing balance

Stock

Stock is stated at the lower of cost and net realisable value

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive a refund of tax

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into the replacement assets and charged only to tax where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax balances are not discounted

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 March 2011

Operating lease commitments

Rentals applicable to operating leases, where substantially all of the benefits and risks of ownership remain with the lessor, are charged against profit on a straight line basis over the period of the lease

Pensions

The Company operates a defined contribution pension scheme The assets for the Scheme are held separately from those of the Company in an independently administered fund. Contributions payable for the year are charged in the profit and loss account

2 TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the Company and all within the UK

3 STAFF COSTS

		31 3 11	31 3 10
		£	£
	Wages and salaries	336,539	271,919
	Social security costs	34,174	27,813
	Other pension costs	7,520	7,668
		378,233	307,400
	The average monthly number of employees during the year was as follows		
		31 3 11	31 3 10
	Directors	3	3
	Consultants	7	6
	Administration	2	2
			
		12	11
4	OPERATING LOSS		
	The operating profit/loss is stated after charging	31 3 11	31 3 10
		£	£
	Depreciation – owned assets	2,006	1,372
	Goodwill amortisation	1,250	1,250
	Operating lease charges – motor vehicles	19,209	11,444
	Directors' emoluments and other benefits	58,387	58,189
	During the year one director (2010 – 1) participated in a defined contribution pe	nsion scheme	
	Company contributions to pension scheme on behalf of director	1,560	1,708
	Company contributions to the defined contribution pension scheme	7,520	7,668
	Fees payable to Company auditors for audit of financial statements	2,600	3,000

Fees payable to the Company's auditors for non-audit services to the Company are not required to be disclosed because the consolidated financial statements are required to disclose such fees on a consolidated basis

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 March 2011

	to the year education and a second		
5	INTEREST RECEIVABLE AND SIMILAR INCOME		
•		31 3 11	31 3 10
		£	£
	On-line filing bonus	-	75
	Other interest	28	-
	Other income	253	
		281	75
6	ACQUISITION OF IN HOUSE THE HYGIENE MANAGEMENT COMPA	ANY LIMITEI)
v	negotian of hydrobb the information will mediately		
	On 31 March 2010 the trade and assets of In House The Hygiene Management C subsidiary, were acquired by the Company The operations were combined imme acquisition and it is not possible to separate out the results of the two businesses summarises the result of In House The Hygiene Management Company Limited 2010 prior to its acquisition	diately following for the year The	ng e table below
	•		31 3 10
	The state of the s		£
	Turnover Cost of sales		189,556 (89,473)
	Gross profit		100,083
	Administrative expenses		<u>(66,660)</u>
	Operating profit		33,423
7	TAXATION		
	Analysis of the tax charge		
	The tax charge on the profit on ordinary activities for the year was as follows		
		31 3 11	31 3 10
	Current tax	£	£
	UK corporation tax at 21% (2010 – 21%)	1,383	
	Corporation tax (over)/under provision in respect of prior years	(72)	67
	Tax on profit on ordinary activities	1,311	67
	Factors affecting the tax charge The tax assessed for the year is higher (2010 – higher) than the standard rate of c	orporation tax is	n the UK
	The difference is explained below	31 3 11	31 3 10
		51 5 11 £	51 5 10 £
	Profit/(loss) on ordinary activities before tax	4,105	(5,719)
	Profit/(loss) on ordinary activities multiplied by the lower rate of corporation tax		
	in the UK of 21% (2010 21%)	862	(1,201)
	Effects of	(72)	75
	Depreciation in excess of capital allowances claimed	(72) 593	75 240
	Disallowed expenses and adjustments (Over)/under provision in prior periods	393 (72)	240 67
	Group relief surrendered before payment	(12)	886
	Group rener surreindered before payment		

1,311

67

Current tax charge

1

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 March 2011

8.	INTANGIBLE FIXED ASSETS		Goodwill
			£
	COST		
	At 1 April 2010 and 31 March 2011		430,132
	AMORTISATION		
	At 1 April 2010		7,500
	Charge for year		1,250
	At 31 March 2011		8,750
	NET BOOK VALUE		
	31 March 2011		421,382
	31 March 2010		442,632
_			
9.	TANGIBLE FIXED ASSETS		Office
			Equipment
			£
	COST		
	At 1 April 2010		32,688
	Additions		1,207
	Disposals		(371)
	At 31 March 2011		33,524
	DEPRECIATION		
	At 1 April 2010		25,872
	Charge for year		2,006
	Disposals		(93)
	At 31 March 2011		27,785
	NET BOOK VALUE		
	31 March 2011		5,739
	31 March 2010		6,816
10	STOCK		
		31 3 11	31 3 10
		£	£
	Stock	400	400
	Stock		
11	DEBTORS		
		31 3 11	31 3 10
		£	£
	Trade debtors	120,905	130,645
	Amount owed by group undertakings	500	500
	Prepayments and accrued income	14,478	11,913
		135,883	143,058

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 March 2011

10	CDEDITORS.	ABACATISTIC	PALL INCOMIE	WITTING OND MEAN
12	CKEDITOKS:	AMUUNIS.	FALLING DUE	WITHIN ONE YEAR

	31 3 11	31 3 10
	£	£
Trade creditors	17,422	27,399
Amounts owed by group undertakings	476,194	481,347
Corporation tax	1,383	7,257
Social security and other taxes	8,229	7,812
VAT	24,779	28,589
Accrued expenses	7,129	7,255
Deferred income	49,387	21,251
	584,523	580,910

On 1 October 2008, the Company and PHSC plc Group entered into an unlimited multilateral guarantee with HSBC plc This facility is reviewed annually The Company's balance as at 31 March 2010 was £39,565 (2010 £23,655) within the Group's cash at bank and in hand figure of £749,059 (2010 £710,328)

13 OPERATING LEASE COMMITMENTS

The Company had aggregate annual commitments under non-cancellable operating leases as follows	31 3 11 £	31 3 10 £
Expiring Within one year motor vehicles	6,608	2,200
Within two to five years motor vehicles	4,629	10,829

14 SHARE CAPITAL

Authorised Number	Class	Nominal value	31 3 11	31 3 10
10,000	Ordinary	£0 10	1,000	1,000
Allotted, issued and fully paid Number	Class	Nominal value	31 3 11	31 3 10
8,400	Ordinary	£0 10	£ 840	840

15 RESERVES

	Profit and loss account
	£
At 1 April 2010	14,812
Profit for financial year	2,794
At 31 March 2011	17,606

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 March 2011

16 RELATED PARTY DISCLOSURES

The Company is exempt from the requirement to disclose related party transactions with other group companies where there is a 100% relationship under the provisions of Financial Reporting Standard No 8

17 ULTIMATE CONTROLLING PARTY

PHSC plc, incorporated in the UK, is the ultimate parent company of the group Mr S A King, Group Chief Executive, is the ultimate controlling party with 29 9% (2010 - 29 9%) of the issued share capital of PHSC plc

The parent company operates within the UK and its accounts may be obtained from the same registered office address as noted on page 1 of these accounts

18 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 3 11	31 3 10
Profit/(loss) for the financial year	£ 2,794	£ (5,786)
Net addition to/reduction of shareholders' funds Opening shareholders' funds	2,794 15,652	(5,786) 21,438
Closing shareholders' funds	18,446	15,652
Equity interest	18,446	15,652

TRADING AND PROFIT AND LOSS ACCOUNT for the year ended 31 March 2011

	31 3 11		31 3 10	
	£	£	£	£
Sales		661,581		650,449
Cost of sales				
Direct salaries	239,894		183,279	
Social security	25,081		19,072	
Sub-contractors	153,633		254,505	
Other direct costs	30,911		20,538	
GROSS PROFIT		149,519) 212,062	-	(477,394) 173,055
Other income				
Other interest received		28		-
Other income		253	_	75
		212,343		173,130
Expenditure				
Rent, rates and water	1,106		2,178	
Light and heat	2,072		1,475	
Repairs and maintenance	371		292	
Directors' salaries	52,750		51,996	
Administrative salaries	43,895		36,644	
Social security	9,093		8,741	
Pensions	7,520		7,668	
Staff training, welfare and recruitment	2,556		705	
Telephone	5,100		4,097	
Post and stationery	3,865		3,370	
Equipment and room hire	1,256		1,147	
Subscriptions	171		76	
Advertising	11,033		11,223	
Motor expenses	29,782		22,157	
Travel and subsistence	13,433		4,428	
Insurances	77		1,577	
Computer	1,898		778	
Sundry expenses	203		864	
Bad debts	1,943		250	
Auditors remuneration	2,600		2,760	
Professional fees	660		1,231	
Management charge	12,600		12,000	
		203,984)	_	(175,657)
		8,359		(2,527)
Finance costs		(50.0)		(F80)
Bank charges		(720)		(570)
Depreciation				
Goodwill amortisation	1,250		1,250	
Loss on disposal	278		-	
Office equipment	2,006		1,372	
		(3,534)	-	(2,622)
NET PROFIT/(LOSS)		4,105	_	(5,719)

This page does not form part of the statutory financial statements