

## **Phoenix Fire Services Limited**

Annual report and financial statements

Registered number 03641702

31 March 2022

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## Company information

### Directors

P J G Dickinson  
J M Williams

### Secretary

Mitie Company Secretarial Services Limited

### Registered office

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

### Auditor

BDO LLP  
2 City Place  
Beehive Ring Road  
Gatwick  
West Sussex  
RH6 0PA

## Directors' report

The Directors present the annual report and audited financial statements of Phoenix Fire Services Limited, (the "Company"), for the year ended 31 March 2022.

The Company is an indirect subsidiary of Mitie Group plc. Mitie Group plc, together with its subsidiaries, comprise the "Group".

### Strategic report

The Directors have taken advantage of the exemption provided by Section 414B of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 from preparing a strategic report.

### Review of the business

The Company had no trading operations in the current year or period. There have not been any significant changes in the Company's principal activities in the year under review.

The results for the comparative period ended 31 March 2021 and the balance sheet at that date constitute a shortened accounting period of four months.

As shown in the income statement on page 8, the Company's revenue was £nil (4 months ended 31 March 2021: £nil) and the profit for the year was £9,000 (4 months ended 31 March 2021: £3,000, loss).

### Going concern

The Company's business activities have been described above and the factors likely to affect its future development and position have been set out below. As the Directors intend to liquidate the Company in the future, the financial statements have been prepared on a basis other than that of a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis. See Note 1c.

### Directors

The Directors who held office during the year and up to the date of signing the financial statements were:

	<b>Date of resignation</b>
P G Clark	1 April 2021
P J G Dickinson	
S C Kirkpatrick	27 August 2021
J M Williams	

### Directors' indemnity

A qualifying third-party indemnity provision as defined in Section 234 of the Companies Act 2006 is in force for the benefit of certain of the 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 during the year (4 months ended 31 March 2021: £nil).

### Financial risk management

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

### Future developments

The Directors intend to liquidate the Company in the future.

## Directors' report (continued)

### Subsequent events

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

### Disclosure of information to auditor

Each Director in office at the date of approval of these financial statements confirms that:

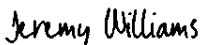
- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that ought to have been taken as a director to be aware of any relevant audit information and to establish that the Company's auditor is aware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

This confirmation is given and should be interpreted in accordance with Section 418 of the Companies Act 2006.

### Auditor

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

Approved by the Board and signed on its behalf by:

DocuSigned by:  
  
F3B02A30E863486

**J M Williams**

Director

08 December 2022

## **Statement of Directors' responsibilities in respect of the Annual report and financial statements**

The Directors are responsible for preparing the Annual report and 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 are also responsible for safeguarding the assets of the Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Independent auditor's report to the members of Phoenix Fire Services Limited**

### **Opinion on the 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 2022 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.

We have audited the financial statements of Phoenix Fire Services Limited ("the Company") for the year ended 31 March 2022 which comprise the Income statement, the Balance sheet, 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 FRS 101 *Reduced Disclosure Framework* (United Kingdom Generally Accepted Accounting Practice).

### **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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

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.

### **Emphasis of matter – basis of preparation**

We draw attention to Note 1(c) to the financial statements which explains that the directors intend to liquidate the company in the future. Accordingly, the financial statements have been prepared on a basis other than that of a going concern as described in Note 1(c). Our opinion is not modified in respect of this matter.

### **Other information**

The Directors are responsible for the other information. The other information comprises the information included in the Annual report and financial statements 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

### **Other Companies Act 2006 reporting**

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

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

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 Directors' report.

## Independent auditor's report to the members of Phoenix Fire Services Limited (continued)

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 it, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a strategic report.

### Responsibilities of Directors

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, 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.

#### *Extent to which the audit was capable of detecting irregularities, including fraud*

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We gained an understanding of the legal and regulatory framework applicable to the entity and the industry in which it operates, through discussion with management and our knowledge of the industry. We focussed on significant laws and regulations that could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006, FRS 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice), Health and Safety, the Bribery Act 2010 and tax legislations.
- We considered compliance with these laws and regulations through discussions with management and, where applicable Mitie Group plc in-house legal counsel. Our procedures also included reviewing minutes from Mitie Group plc board meetings, reviewing minutes of Mitie Group plc audit committee meetings and reviewing Mitie Group plc internal audit reports to identify any instances of non-compliance with laws and regulations.
- We assessed the susceptibility of the entity's financial statements to material misstatement, including how fraud might occur. In addressing the risk of fraud including management override of controls, we tested the appropriateness of journal entries made throughout the year by applying specific criteria.
- We performed detailed testing of the entity's year end adjusting entries and journals throughout the year, investigated any that appeared unusual as to nature or amount; assessed whether the judgements made in accounting estimates were indicative of a potential bias.
- We identified areas at risk of management bias and challenged key estimates and judgements applied by Management in the financial statements to assess their appropriateness.
- We remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.



## Independent auditor's report to the members of Phoenix Fire Services Limited (continued)

### 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.

DocuSigned by:

*Nigel Harker*

**Nigel Harker** (Senior Statutory Auditor)  
for and on behalf of BDO LLP, Statutory Auditor  
Gatwick, UK

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

09 December 2022

Phoenix Fire Services Limited  
Annual report and financial statements  
31 March 2022

## Income statement

	<i>Note</i>	<b>Year ended 31 March 2022 £000</b>	<b>4 months ended 31 March 2021 £000</b>
Finance costs	5	-	(3)
<b>Loss before tax</b>		-	(3)
<b>Tax</b>	6	9	-
<b>Profit/(loss) for the year/period</b>		9	(3)

The notes on pages 11 to 15 form an integral part of the financial statements.

There were no items of other comprehensive income recognised during the current year or prior period. Accordingly, no statement of comprehensive income has been prepared.

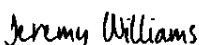
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## Balance sheet

	<i>Note</i>	<b>2022</b> <b>£000</b>	2021 £000
<b>Current assets</b>			
Trade and other receivables	7	2	-
Cash and cash equivalents		-	20
		<hr/>	<hr/>
<b>Total current assets</b>		<b>2</b>	<b>20</b>
<b>Current liabilities</b>			
Trade and other payables	8	(580)	(600)
Current tax payable		-	(7)
		<hr/>	<hr/>
<b>Total current liabilities</b>		<b>(580)</b>	<b>(607)</b>
<b>Net current liabilities</b>		<b>(578)</b>	<b>(587)</b>
<b>Net liabilities</b>		<b>(578)</b>	<b>(587)</b>
		<hr/> <hr/>	<hr/> <hr/>
<b>Equity</b>			
Share capital	9	-	-
Retained losses	9	(578)	(587)
		<hr/>	<hr/>
<b>Total equity</b>		<b>(578)</b>	<b>(587)</b>
		<hr/> <hr/>	<hr/> <hr/>

The notes on pages 11 to 15 form an integral part of the financial statements.

The financial statements of Phoenix Fire Services Limited, company number 03641702, were approved by the Board of Directors and authorised for issue on 08 December 2022 and were signed on its behalf by:

DocuSigned by:  
  
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**J M Williams**  
Director

Phoenix Fire Services Limited  
Annual report and financial statements  
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## Statement of changes in equity

	Share capital £000	Retained losses £000	Total equity £000
At 1 December 2020	-	(584)	(584)
Loss for the period	-	(3)	(3)
<b>Total comprehensive expense</b>	-	(3)	(3)
<b>At 31 March 2021</b>	-	(587)	(587)
Profit for the year	-	9	9
<b>Total comprehensive income</b>	-	9	9
<b>At 31 March 2022</b>	-	(578)	(578)

The notes on pages 11 to 15 form an integral part of the financial statements.

## Notes to the financial statements

### 1 Accounting policies, judgements and estimates

#### a) General information

Phoenix Fire Services Limited (the "Company") is a private company limited by shares and is incorporated and domiciled in the United Kingdom. Details of the Company's activities are set out in the Directors' report. The Company's financial statements are presented in pounds sterling, which is the Company's functional and presentational currency. All amounts have been rounded to the nearest one thousand pounds, unless otherwise indicated.

#### b) Statement of compliance with FRS 101

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("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 UK ("UK-adopted International Accounting Standards"), but makes amendments where necessary in order to comply with the Companies Act 2006 and to take advantage of FRS 101 disclosure exemptions.

On 31 December 2020, International Financial Reporting Standards ("IFRS") as adopted by the European Union at that date was brought into UK law and became UK-adopted International Accounting Standards, with future changes being subject to endorsement by the UK Endorsement Board. In preparing these financial statements in accordance with FRS 101, the Company transitioned to UK-adopted International Accounting Standards (as described above) in its financial statements for the period ended 31 March 2021. This change constituted a change in accounting framework. However, there was no impact on recognition, measurement or disclosure in the period reported as a result of the change in framework.

#### c) Basis of preparation

##### Going concern

The Directors have prepared the financial statements on a basis other than that of a going concern as they intend to liquidate the Company in the future. No material adjustments arose as a result of ceasing to apply the going concern basis.

##### FRS 101 exemptions

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;
- the statement of compliance with UK-adopted International Accounting Standards;
- disclosures in respect of capital management;
- the effects of new but not yet effective UK-adopted International Accounting Standards;
- disclosures in respect of the compensation of Key Management Personnel; and
- disclosures 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.

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:

- certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instruments: Disclosures*.

#### Accounting standards that are newly effective in the current year

There are no new and mandatorily effective standards in the year that would have a material impact on the financial statements.

## Notes to the financial statements (continued)

### 1 Accounting policies, judgements and estimates (continued)

#### d) Significant accounting policies

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

##### **Finance costs**

Finance costs consist of interest and other costs that are incurred in connection with the borrowing of funds. Finance costs are recognised in the income statement in the period in which they are incurred.

##### **Taxation**

Tax in the income statement represents current tax.

Current tax is based on taxable profit or loss for the year. Taxable profit or loss differs from the accounting profit or loss 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. Current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

##### **Financial instruments**

###### ***Classification and measurement***

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 cash and cash equivalents, and trade and other receivables. The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

Cash and cash equivalents include 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. Cash that can only be used for a specific purpose or where access is constrained is classified as restricted cash. 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 and are subsequently remeasured at amortised cost.

Financial liabilities comprise trade and other payables. These are measured at initial recognition at fair value and subsequently at amortised cost.

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

#### **e) Critical accounting judgements and key sources of estimation uncertainty**

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.

##### **Critical judgements in applying the Company's accounting policies**

There were no critical judgements that had significant effects on the amounts recognised in the financial statements.

**Notes to the financial statements (continued)****1 Accounting policies, judgements and estimates (continued)****Key sources of estimation uncertainty**

There were no 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.

**2 Auditor's remuneration**

The auditor's remuneration was borne by Mitie Group plc (4 months ended 31 March 2021: Mitiefm (Holdings) Limited) and no allocation or recharge (4 months ended 31 March 2021: £nil) was made to the Company.

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

**3 Staff numbers**

The Company had no employees during the year (4 months ended 31 March 2021: nil).

**4 Directors' remuneration**

The following Directors were also directors or employees of another Group company. They were remunerated by the company shown. It is not practicable to allocate their remuneration between their services as Directors of this company and as directors or employees of other Group companies.

<b>Director</b>	<b>Remunerated by</b>	<b>Disclosed by</b>
P G Clark	Mitiefm Services Limited	Mitiefm Services Limited
P J G Dickinson	Mitie Limited	Mitie Limited
S C Kirkpatrick	Mitie Limited	Mitie Limited
J M Williams	Mitie FM Limited	Mitie FM Limited

**5 Finance costs**

	<b>Year ended 31 March 2022 £000</b>	<b>4 months ended 31 March 2021 £000</b>
Interest payable to Group undertakings	-	3
	<u>-</u>	<u>3</u>
	<u>-</u>	<u>3</u>

**Notes to the financial statements (continued)****6 Tax**

	Year ended 31 March 2022 £000	4 months ended 31 March 2021 £000
<i>Analysis of credit in the year/period</i>		
<i>UK corporation tax at 19% (4 months ended 31 March 2021: 19%)</i>		
Current tax on profit/(loss) for the year/period	-	-
Adjustments in respect of prior periods	(9)	-
	<u>          </u>	<u>          </u>
Total credit for the year/period	<u>(9)</u>	<u>-</u>

	Year ended 31 March 2022 £000	4 months ended 31 March 2021 £000
<i>Tax reconciliation</i>		
Loss before tax	-	(3)
Tax using the UK corporation tax rate of 19% (4 months ended 31 March 2021: 19%)	-	(1)
Items not deductible for tax purposes	-	1
Adjustments in respect of prior periods	(9)	-
	<u>          </u>	<u>          </u>
Total tax credit for the year/period	<u>(9)</u>	<u>-</u>

The UK corporation tax rate will increase from 19% to 25% from 1 April 2023. This change has been substantively enacted at the balance sheet date.

**7 Trade and other receivables**

	2022 £000	2021 £000
Amounts owed by Group undertakings	<u>2</u>	<u>-</u>
	<u>2</u>	<u>-</u>

Management considers that the carrying amount of trade and other receivables approximates their fair value. Trade and other receivables are interest-free.

Amounts owed by Group undertakings are repayable on demand.



**Notes to the financial statements (continued)****8 Trade and other payables**

	<b>2022</b> <b>£000</b>	<b>2021</b> <b>£000</b>
Amounts owed to Group undertakings	<b>580</b>	600
	<b>580</b>	600

Trade and other payables are interest-free.

Amounts owed to Group undertakings are repayable on demand. Included within these amounts are £580,000 (2021: £600,000) relating to interest-free loans.

**9 Equity**

<b>Share capital</b>	<b>2022</b> <b>Number</b>	<b>2021</b> <b>Number</b>	<b>2022</b> <b>£000</b>	<b>2021</b> <b>£000</b>
Ordinary shares of £1 each	<b>100</b>	100	-	-

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.

**Retained losses**

This comprises the retained profits and losses of the Company, less amounts distributed to the Company's shareholder.

**10 Related parties**

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries within the Group.

**11 Subsequent events**

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

**12 Ultimate parent company and parent company of larger group**

The Company is a subsidiary undertaking of Mitie FS (UK) Limited which is the immediate parent company incorporated in the United Kingdom. The ultimate controlling party is Mitie Group plc, a company incorporated in the United Kingdom 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 or from [www.mitie.com](http://www.mitie.com).