

Supporta Limited

Financial statements

For the year ended 31 December 2012

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COMPANIES HOUSE

Company No. 04002389

Company information

Company registration number	04002389
Registered office	1390 Montpellier Court Gloucester Business Park Brockworth Gloucester GL3 4AH
Directors	A C M Smith B R Westran
Secretary	B R Westran
Bankers	Barclays Bank PLC Corporate Banking Centre PO Box 119 Park House Stoke Gifford Bristol BS34 8TN
Solicitors	BPE Solicitors St James' House St James' Square Cheltenham GL50 3PR
Auditors	Grant Thornton UK LLP Chartered Accountants Registered Auditor Hartwell House 55 - 61 Victoria Street Bristol BS1 6FT

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Report of the Directors

The Directors present their report and the financial statements of the company for the year ended 31 December 2012

Principal activities

The principal activity of the Company during the period was to act as a Holding company

Following an intra-group reorganisation during the previous year, investments in TerraQuest Solutions Limited and Mears Care (Holdings) Limited were transferred to Mears Group PLC

The Company's remaining subsidiaries are dormant (within the meaning of section 480 of the Companies Act 2006) They were principally involved in the outsourcing of services (including payroll, systems and audit services to the public sector)

Business review

The company did not trade during the year and subsequently made neither a profit nor a loss (2011 loss £7.6m) The Directors do not recommend payment of a dividend (2011 £nil)

Directors

The Directors who served the Company during the period were as follows

A C M Smith

B R Westran

Directors' responsibilities

The Directors are responsible for preparing the Report of the Directors 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 laws) 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 and 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,

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

In so far as each of the Directors is aware

- there is no relevant audit information of which the Company's auditors are unaware, and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions

Report of the Directors – continued

Going concern consideration

Mears Group PLC, the parent Company, has a centralised treasury arrangement and so shares banking arrangements with its subsidiaries

After making enquiries, the Directors believe that the Group and Company have adequate resources to continue in operational existence for the foreseeable future, and they have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Group to continue as a going concern or its ability to continue with the current banking arrangements. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts

Auditors

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the Company receives notice under section 488(1) of the Companies Act 2006

This report was approved by the Board on 9 April 2013 and signed on its behalf



B R Westran

Director

Report of the independent auditor to the member of Supporta Limited

We have audited the financial statements of Supporta Limited for the year ended 31 December 2012 which comprise the principal accounting policies, profit and loss account, balance sheet and the related notes. 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 member, as a body, in accordance with Chapter 3 Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to it 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 member as a body, for our audit work, for this report or for the opinions we have formed.

Respective responsibilities of Directors and auditors

As explained more fully in the Directors' Responsibilities Statement on page 3 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB'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 December 2012 and of its loss 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 Report of the Directors for the financial period 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.


 S Lowe

Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Bristol

9 April 2013

Principal accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards. The accounting policies are unchanged from the previous period.

Consolidation

The Company was, at the end of the year, a wholly-owned subsidiary of another whose accounts are publicly available and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts. Consequently, these accounts present information about the individual undertaking.

Cash Flow Statement

The Directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that 100% of the voting rights of the Company are controlled by its ultimate parent Company, which publishes a consolidated cash flow statement.

Turnover

The turnover shown in the profit and loss account represents amounts receivable by the company for goods supplied and services provided excluding VAT and trade discounts. Where services are provided on annual contracts, revenue is spread evenly over the duration of the contract.

Exceptional items

Exceptional items are disclosed where these are material and considered necessary to explain the underlying financial performance of the Company. They are either one off in nature or necessary elements of expenditure to derive future benefits for the Company which have not been capitalised in the statement of financial position.

Investments

Investments are included at cost less amounts written off.

Deferred taxation

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Profit and loss account

	Note	2012 £'000	2011 £'000
Turnover	1	–	80
Cost of sales		–	(82)
		<hr/>	<hr/>
Gross loss		–	(2)
Operating expenses			
– pre-exceptional items		–	(53)
– exceptional items	2	–	(7,539)
		<hr/>	<hr/>
Total operating expense		–	(7,592)
		<hr/>	<hr/>
Operating loss		–	(7,594)
Net interest payable	5	–	(7)
		<hr/>	<hr/>
Loss on ordinary activities before taxation		–	(7,601)
Tax on loss on ordinary activities	6	–	–
		<hr/>	<hr/>
Loss for the financial period	11	–	(7,601)
		<hr/>	<hr/>

All amounts relate to discontinued operations

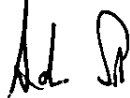
The Company has no recognised gains or losses other than the results for the year as set out above

The accompanying accounting policies and notes form part of these financial statements

Balance sheet

	Note	2012 £'000	2011 £'000
Fixed assets			
Investments	7	-	-
Creditors' amounts falling due after more than one year	8	(6,101)	(6,101)
Net liabilities		<u>(6,101)</u>	<u>(6,101)</u>
Capital and reserves			
Called up share capital	10	4,323	4,323
Share premium account	11	35,739	35,739
Profit and loss account	11	(46,163)	(46,163)
Shareholder's deficit	12	<u>(6,101)</u>	<u>(6,101)</u>

The financial statements were approved and authorised for issue by the Directors and are signed on their behalf on 9 April 2013



A C M Smith
 Director

Notes to the financial statements

1 Turnover

The turnover and loss before tax are attributable to the one principal activity of the company which is carried out entirely within the United Kingdom

2 Operating loss

Operating loss is stated after charging

	2012 £'000	2011 £'000
Exceptional items		
– Write off of inter-company balances	–	7,539

3 Auditor's remuneration

Fees payable to the auditors for the period

	2012 £'000	2011 £'000
For the audit of the Company's financial statements	–	4
For taxation compliance fees	–	3

4 Directors and employees

No director received any remuneration from the Company during the current year or previous period Directors were remunerated through other Group companies

5 Interest payable and other finance charges

	2012 £'000	2011 £'000
Other interest payable	–	7

6 Tax on loss on ordinary activities

The tax charge represents.

	2012 £'000	2011 £'000
Tax on loss on ordinary activities	–	–

Factors affecting tax charge for the period

The tax assessed on the loss on ordinary activities for the period is higher than the standard rate of corporation tax in the UK During the period the average corporation tax rate was 24.5% (2011 26.5%)

	2012 £'000	2011 £'000
Loss on ordinary activities before taxation	–	(7,601)
Loss on ordinary activities multiplied by standard rate of tax	–	(2,014)
Effects of.		
Group relief	–	16
Expenses not deductible for tax purposes	–	1,998
Total current tax	–	–

Notes to the financial statements

7. Investments

	Subsidiary undertakings £'000
Cost	
At 1 January and 31 December 2012	5,580
Amounts written off	
At 1 January and 31 December 2012	5,580
Net Book Value	
At 1 January and 31 December 2012	–

At 31 December 2012, the Company held 100% of the ordinary equity share capital of the following companies, all of which are subsidiary undertakings, and all of which are incorporated in the United Kingdom

Subsidiary undertakings	Nature of Business
Supporta Services Limited	Support services
Next Generation IT Recruitment Limited	Dormant
Staff VMS Limited	Dormant
PS Payroll Services Limited	Dormant

During the year, Supporta Payroll Services Limited, a 100% owned dormant subsidiary company of Supporta Limited, incorporated in England and Wales, was dissolved

The Company was, at the end of the year, a wholly-owned subsidiary of another whose accounts are publicly available and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts. Consequentially, these accounts present information about the individual undertaking

8 Creditors' amounts falling due after more than one year

	2012 £'000	2011 £'000
Amounts owed to group undertakings	6,101	6,101

9 Related party transactions

As a wholly owned subsidiary of Mears Group PLC, the company is exempt from the requirements of FRS 8, Related Party Disclosures, to disclose transactions with other members of the group headed by Mears Group PLC

There were no other related party transactions

10. Share capital

	2012 £'000	2011 £'000
Authorised share capital		
100,000,000 ordinary shares of 5p each	5,000	5,000
Allotted, called up and fully paid share capital		
86,456,352 ordinary shares of 5p each	4,323	4,323

Notes to the financial statements

11. Reserves

	Share premium £'000	Profit and loss account £'000
Balance at 1 January 2012	35,739	(46,163)
Loss for the period	–	–
Balance at 31 December 2012	35,739	(46,163)

12 Reconciliation of movements in Shareholder's funds

	2012 £'000	2011 £'000
Opening Shareholder's funds	(6,101)	1,500
Loss for the financial period	–	(7,601)
Closing Shareholder's funds	(6,101)	(6,101)

13 Controlling related party

At the year end, the ultimate parent undertaking and controlling related party is Mears Group PLC by virtue of its 100% ownership of the ordinary share capital of the company

The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by Mears Group PLC. The group accounts are available from The Company Secretary, Mears Group PLC, 1390 Montpellier Court, Gloucester Business Park, Brockworth, Gloucester GL3 4AH