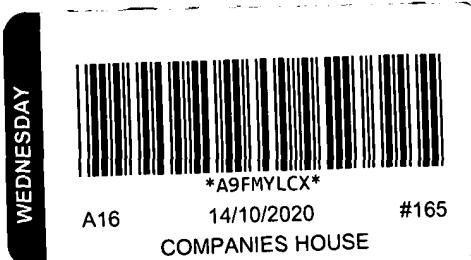


REGISTERED NUMBER: 04169769 (England and Wales)

Strategic Report, Report of the Directors and
Balance Sheet for the Year Ended 31 December 2019
for
MacLellan Limited



MacLellan Limited (Registered number: 04169769)

Contents of the Financial Statements
for the Year Ended 31 December 2019

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MacLellan Limited

Company Information
for the Year Ended 31 December 2019

DIRECTORS:

R Butler
S Pound

SECRETARY:

S Pound

REGISTERED OFFICE:

Capital Tower
91 Waterloo Road
London
SE1 8RT

REGISTERED NUMBER:

04169769 (England and Wales)

Strategic Report
for the Year Ended 31 December 2019

The directors present their strategic report for the year ended 31 December 2019.

REVIEW OF BUSINESS

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the year under review or the preceding accounting period. There have been no movements in shareholders' funds during the year under review or the preceding accounting period.

The company's only contract terminated in 2008. Profit from ordinary activities before taxation was £nil (2013: £nil). No significant post balance sheet events have been noted.

The principal activity of the company was that of the provision of facilities management services to the PFI and commercial market sectors. The company's only contract was terminated at the end of October 2008, therefore, as discussed in note 1, the accounts have been prepared on a basis other than that of a going concern.

The company has been dormant within the meaning of section 1169 of the Companies Act 2006 throughout the year. It is anticipated that the company will remain dormant for the foreseeable future. Key performance indicators are therefore not considered necessary for the understanding of the development, performance or position of the business of the company.

Events During the Period

On 30 January 2020 the World Health Organisation declared the outbreak of coronavirus (COVID-19) a pandemic resulting in the governments of many countries, states and cities taking preventative and protective actions such as imposing restrictions on travel and business operations and advising or requiring individuals to stay at home or quarantine in cases where people have been exposed to the virus. The company has undertaken a detailed review of the potential impacts of COVID-19 and continues to monitor future developments closely.

On 25 June 2020, Mitie PLC announced the proposed merger with Interserve Support Services for a combined consideration of £271 million comprising £120 million in cash and a 23.4% shareholding in the Mitie Group. Completion of the transaction is subject to certain conditions precedent including approval by the Competition and Markets Authority and the Pensions Regulator but is expected to complete by the end of this year. The company would represent part of that proposed merger with the Mitie Group.

ON BEHALF OF THE BOARD:



.....
S Pound - Director

Date: 23rd September 2020

MacLellan Limited (Registered number: 04169769)

Report of the Directors
for the Year Ended 31 December 2019

The directors present their annual report and unaudited financial statements of the company for the year ended 31 December 2019.

EVENTS DURING THE PERIOD

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2018 to the date of this report.

R Butler
S Pound

No director had a material interest during the year in any significant contract with the company or any Group undertaking.

EMPLOYEES

The company has no employees.

GOING CONCERN

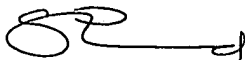
The principal activity of the company was that of the provision of facilities management services to the PFI and commercial market sectors. The company's only contract was terminated at the end of October 2008, therefore, as discussed in note 1, the accounts have been prepared on a basis other than that of a going concern.

In respect of any amounts owed to the company by any other members of the Interserve Group ("Group Undertakings"), the directors have made enquiries and satisfied themselves that the respective Group Undertakings have sufficient resources available to them to cover the amounts due should they arise. In respect of any amounts due to Group Undertakings, the directors have made enquiries and satisfied themselves that the respective Group Undertakings will not demand re-payment of these amounts in the near future.

AUDITORS

In accordance with section 480 of the Companies Act 2006, the company, being dormant, is exempt from the obligation to appoint auditors as otherwise required by section 485 of the Act.

ON BEHALF OF THE BOARD:



.....
S Pound - Director

Date: 23rd September 2020

Statement of Directors' Responsibilities
for the Year Ended 31 December 2019

The Directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 proper accounting records that 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.

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.

Balance Sheet
31 December 2019

	Notes	2019 £'000	2018 £'000
CURRENT ASSETS			
Debtors	3	265	265
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>265</u>	<u>265</u>
CAPITAL AND RESERVES			
Called up share capital	4	-	-
Profit and loss account	2	<u>265</u>	<u>265</u>
SHAREHOLDERS' FUNDS		<u>265</u>	<u>265</u>

The company is entitled to exemption from audit under Section 480 of the Companies Act 2006 for the year ended 31 December 2019.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 December 2019 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

The financial statements were approved by the Board of Directors on 23rd September 2020 and were signed on its behalf by:



.....
S Pound - Director

Notes to the Financial Statements
for the Year Ended 31 December 2019

1. **ACCOUNTING POLICIES**

Accounting convention

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards in the United Kingdom. These have been applied consistently throughout the current and prior years.

Financial Reporting Standard number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements.

Related party exemption

The company has taken advantage of the exemption contained in Financial Reporting Standard 8 "Related Party Disclosures" not to disclose related party transactions with wholly owned subsidiaries within the group.

Going concern

The principal activity of the company was that of the provision of facilities management services to the PFI and commercial market sectors. The company's only contract was terminated at the end of October 2008, therefore, as discussed in note 1, the accounts have been prepared on a basis other than that of a going concern.

In respect of any amounts owed to the company by any other members of the Interserve Group ("Group Undertakings"), the directors have made enquiries and satisfied themselves that the respective Group Undertakings have sufficient resources available to them to cover the amounts due should they arise. In respect of any amounts due to Group Undertakings, the directors have made enquiries and satisfied themselves that the respective Group Undertakings will not demand re-payment of these amounts in the near future.

2. **PROFIT AND LOSS ACCOUNT**

The company has not traded during the period and there have been no movements in shareholders' funds. Accordingly neither a profit and loss account nor a statement of movements in shareholders' funds has been prepared. The directors are the only employees and received no remuneration from the company.

3. **DEBTORS**

	2019 £'000	2018 £'000
Amounts owed by group undertakings	<u>265</u>	<u>265</u>

4. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2019 £	2018 £
1	Ordinary	1	<u>1</u>	<u>1</u>

5. EVENTS DURING THE PERIOD

On 30 January 2020 the World Health Organisation declared the outbreak of coronavirus (COVID-19) a pandemic resulting in the governments of many countries, states and cities taking preventative and protective actions such as imposing restrictions on travel and business operations and advising or requiring individuals to stay at home or quarantine in cases where people have been exposed to the virus. The company has undertaken a detailed review of the potential impacts of COVID-19 and continues to monitor future developments closely.

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6. ULTIMATE PARENT COMPANY

MacLellan International Limited, a company registered in England and Wales is the company regarded by the directors as the immediate parent company.

As at 31 December 2019, Interserve Group Limited, a company registered in England and Wales was the company regarded by the directors as the ultimate parent company and controlling party and was the smallest and largest group for which group financial statements were prepared. A copy of the financial statements of Interserve Group Limited can be obtained via the interserve website at www.interserve.com.