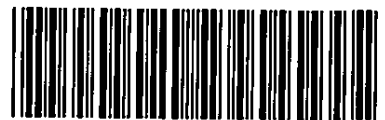


**OneClickHR (Outsourced Services) Limited**  
**Annual report**  
**for the year ended 31 December 2009**

**Registered Number: 04300962**

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OneClickHR (Outsourced Services) Limited  
Annual report  
for the year ended 31 December 2009  
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# OneClickHR (Outsourced Services) Limited

## Directors' report for the year ended 31 December 2009

The directors present their report and the financial statements of the company for the year ended 31 December 2009

### Principal activities, Review of the business and future developments

The principal activity of the company was to act as an intermediate holding company

### Results and dividends

The company did not trade during the year. During the preceding year it received a dividend of £520,741 from its subsidiary undertakings and paid a dividend of £500,000 to the parent undertaking.

During the year, the company transferred the investment in Vizual HR Limited to OneClickHR plc, the parent undertaking.

### Post Balance Sheet Event

With effect from 11 February 2010 the OneClickHR plc group has become part of the group headed by Automatic Data Processing, Inc ("ADP") a leading global payroll and HR organisation.

### Directors and their interests

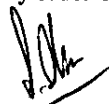
The directors of the company from 1 January 2009 to the current date are listed below. The directors have no beneficial interests in the shares of the Company.

Frank Beechinor-Collins  
Stephen Oliver

### Auditors

It is intended that Grant Thornton UK LLP will resign as independent auditor following the conclusion of the 2009 audit process and be replaced by Deloitte LLP who are auditors to ADP, Inc.

### By order of the Board



S Oliver  
Director  
30 June 2010

Registered number  
4300962

Registered Office  
2 Bromley Road  
Beckenham  
Kent BR3 5JE

# **OneClickHR (Outsourced Services) Limited**

## **Statement of directors' responsibilities**

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 consolidated financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). 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 for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently
- make judgments and estimates that are reasonable and prudent
- state whether applicable United Kingdom 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 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.



**S Oliver**  
**Director**

# **OneClickHR (Outsourced Services) Limited**

## **Independent auditor's report to the members of OneClickHR (Outsourced Services) Limited**

We have audited the financial statements of OneClickHR (Outsourced Services) Limited for the year ended 31 December 2009 which comprise the profit and loss account, the 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 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.

### **Respective responsibilities of directors and auditors**

As explained more fully in the Directors' Responsibilities Statement on page 2, 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 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/UKNP](http://www.frc.org.uk/apb/scope/UKNP).

### **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<sup>st</sup> December 2009 and of its result 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 matters 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.



Eleanor Walsh  
Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
Gatwick  
30 June 2010

## OneClickHR (Outsourced Services) Limited

### Profit and loss account for the year ended 31 December 2009

	Notes	2009 £	2008 £
Turnover		-	-
Cost of sales		-	-
Gross profit		-	-
Dividend received		-	520,741
Administrative expenses		-	-
Operating profit and profit on ordinary activities before taxation		-	520,741
Tax on profit on ordinary activities	2	-	-
Profit after tax for the financial year	7	-	520,741

The company has no recognised gains and losses other than those included in the results above and therefore no separate statement of total recognised gains and losses has been presented

There is no difference between the loss on ordinary activities before taxation and the loss for the financial year as stated above and their historical cost equivalents

# OneClickHR (Outsourced Services) Limited

## Balance sheet as at 31 December 2009

	Notes	2009 £	2008 £
<b>Fixed assets</b>			
Investments	3	1	1,001
		1	1,001
<b>Current assets</b>			
Debtors	4	999	-
Creditors: amounts falling due within one year	5	-	(1)
<b>Net current assets / (liabilities)</b>		<b>999</b>	<b>(1)</b>
<b>Total assets less current liabilities</b>		<b>1,000</b>	<b>1,000</b>
<b>Net assets</b>		<b>1,000</b>	<b>1,000</b>
<b>Capital and reserves</b>			
Called up share capital	6	1,000	1,000
Profit and loss account	7	-	-
<b>Equity shareholders' funds</b>		<b>1,000</b>	<b>1,000</b>

The financial statements were approved by the board of directors on 30 June 2010 and were signed on its behalf by



**S Oliver**  
**Director**

**Company number: 4300962**

# **OneClickHR (Outsourced Services) Limited**

## **Notes to the financial statements for the year ended 31 December 2009**

### **1 Accounting policies**

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. The directors have reviewed the company's accounting policies and consider that the financial statements are prepared in accordance with FRS18. A summary of the more important accounting policies, which have been applied consistently, except where noted, is set out below.

#### **Going concern basis**

OneClickHR plc, the ultimate parent undertaking, has confirmed its intention to provide such financial support as necessary to the company to enable it to meet its liabilities as they fall due for the foreseeable future. Accordingly, the directors consider it appropriate for these financial statements to be prepared on the going concern basis.

#### **Basis of accounting**

The financial statements are prepared in accordance with the historical cost convention.

Dividends are recognised when received and when paid by the Company.

#### **Consolidation**

These financial statements contain information about OneClickHR (Outsourced Services) Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the financial statements of its ultimate parent, OneClickHR plc, a company registered in England and Wales.

#### **Fixed asset investments**

Investments in group companies are stated at cost less provision for any permanent impairment in value.

#### **Deferred taxation**

Deferred taxation is recognised as a liability or asset if transactions have occurred at the balance sheet date that give rise to an obligation to pay more (or less) taxation in the future. Deferred tax assets are only recognised if recovery against future profits is reasonably certain. Deferred tax balances have not been subject to discounting.

#### **Cash flow statement**

The Company is a wholly owned subsidiary of OneClickHR plc and the cash flows of the Company are included in the consolidated cash flow statement of OneClickHR plc. Consequently, the Company is exempt under the terms of FRS1 from publishing a cash flow statement.

#### **Related party disclosures**

The company is a wholly owned subsidiary of OneClickHR plc and has taken the exemption available under FRS8 from disclosing transactions with related parties that eliminate on consolidation. Other related party disclosures relating to the group are given in the accounts of the parent company. There are no other related party transactions in this company.



# OneClickHR (Outsourced Services) Limited

## 2 Tax on loss on ordinary activities

Analysis of tax charge in the period	2009 £	2008 £
Current tax	-	-
Deferred tax	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 3 Fixed asset investments

Investments in group undertakings	2009 £	2008 £
Cost	100	1,100
Impairment	(99)	(99)
<b>Net book value</b>	<b>1</b>	<b>1,001</b>

The company's subsidiary Vizual Human Resources (North East) Limited, which is wholly owned and registered in England & Wales. This subsidiary is dormant.

During the year the company transferred its wholly owned subsidiary Vizual HR Limited to OneClickHR plc, the ultimate holding undertaking at its historical cost.

## 4 Debtors

	2009 £	2008 £
Amounts owed by group undertakings	999	-

## 5 Creditors: amounts falling due within one year

	2009 £	2008 £
Amounts owed to group undertakings	-	1

## OneClickHR (Outsourced Services) Limited

### 6 Called up share capital

	2009 £	2008 £
<b>Authorised</b>		
1,000 ordinary shares of £1 each	1,000	1,000
<b>Allotted, called up and fully paid</b>		
1,000 ordinary shares of £1 each	1,000	1,000

### 7 Profit and loss account

	2009 £
At 1 January	-
Profit for the financial year	-
Dividends paid	-
<b>At 31 December</b>	-

### 8 Ultimate parent undertaking

The directors regard OneClickHR plc, a company registered in England and Wales as the immediate parent company and ultimate controlling party. OneClickHR plc has a 100% interest in the share capital of OneClickHR (Outsourced Services) Limited.

Copies of the parent's consolidated financial statements may be obtained from the Company Secretary, 2 Bromley Road, Beckenham, Kent, BR3 5JE.

With effect from 11 February 2010 the OneClickHR plc group has become part of the group headed by Automatic Data Processing, Inc ("ADP") a leading global payroll and HR organisation.