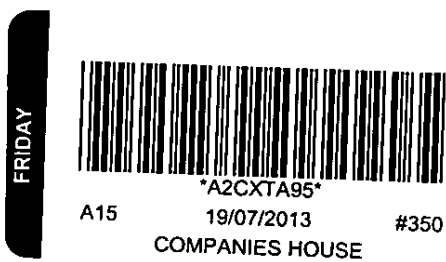


Company Registration No. 05330771

RMG JC Limited

Financial statements
for the year ended 31 December 2012



RMG JC Limited
Financial statements for the year ended 31 December 2012

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Company information

Company registration number	05330771
Registered Office	RMG House Essex Road Hoddesdon Hertfordshire EN11 0DR
Directors	H McGeever A Inglis C Phillips D Cowans
Company secretary	C Martin
Bankers	Lloyds Banking Group Corporate Markets 1 st Floor Princess House 1 Suffolk Lane London EC4R 0AX
Independent auditor	Deloitte LLP Global House High Street Crawley West Sussex RH10 1DL

Directors' report

The directors present their report and the audited financial statements of RMG JC Limited for the year ended 31 December 2012

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption

Principal activities

The principal activity of the company during the year was the management of residential housing in the private sector. At the date of this report the directors were not aware of any likely major changes to the activities of the company for the year ahead

The company is a wholly owned subsidiary of Residential Management Group Limited, a company registered in England and Wales

Directors

The directors who served the company during the year and at the date of signing these accounts were as follows

H McGeever
A Inglis
C Phillips (appointed 20 May 2013)
D Cowans (appointed 20 May 2013)

Events after the balance sheet date

On 18 April 2013

- The entire Share Capital of the parent company, Residential Management Group Limited, was acquired by Places for People Group Limited, a company registered in England (company number 3777037)

On 20 May 2013

- C Phillips and D Cowans were appointed as Directors of the Company
- C Ye resigned as Company Secretary and C Martin was appointed as Company Secretary

The Directors and Management of the company consider this change in ownership to be in the strategic interests of the company, giving access to larger markets for existing services and assisting with the ongoing innovation of new service offerings to existing and new clients

Directors' report (continued)

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 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 judgments and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Information provided to the auditor

Each of the persons who is a director at the date of approval of this report confirms that

- 1 so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- 2 the director has taken all the steps that he ought to have taken as a director in order to make himself 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 the provisions of section 418 of the Companies Act 2006.

Independent auditor

The company has no requirement to hold annual general meetings. Accordingly, subject to the receipt of any objections as provided under statute or the company's Articles of Association, the company is relying on the provisions for the deemed reappointment of Deloitte LLP as auditor as provided in the Companies Act 2006, s. 485.

On behalf of the board



A Inglis
Director

28 June 2013

Independent auditor's report to the members of RMG JC Limited

We have audited the financial statements of RMG JC Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 15. 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 the auditor

As explained more fully in the Directors' Responsibilities Statement, 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. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 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.

Independent auditor's report to the members of RMG JC Limited (continued)

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, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors' report



Matthew Coulson (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Crawley, United Kingdom
28 June 2013

Profit and loss account for the year ended 31 December 2012

	Notes	2012 £ 000	2011 £ 000
Turnover	2	186	217
Administrative expenses		(185)	(179)
Operating profit and profit on ordinary activities before taxation	3	1	38
Tax on profit on ordinary activities	5	17	-
Profit for the financial year	12	18	38

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above and, accordingly, no statement of total recognised gains and losses is presented

Balance sheet as at 31 December 2012

	Notes	2012 £ 000	2011 £ 000
Fixed assets			
Tangible fixed assets	6	-	-
Current assets			
Debtors	7	27	8
Cash at bank		11	13
		<u>38</u>	<u>21</u>
Creditors: amounts falling due within one year	8	(2,092)	(2,081)
Net current liabilities		<u>(2,054)</u>	<u>(2,060)</u>
Total assets less current liabilities		(2,054)	(2,060)
Provisions for liabilities	9	-	(12)
Net liabilities		<u>(2,054)</u>	<u>(2,072)</u>
Capital and reserves			
Called-up share capital	11	-	-
Profit and loss account	12	(2,054)	(2,072)
Shareholders' deficit	13	<u>(2,054)</u>	<u>(2,072)</u>

These financial statements of RMG JC Limited, company registration number 05330771 were approved by the directors on 28 June 2013 and are signed on their behalf by



A Inglis
Director

Notes to the financial statements

1 Accounting policies

The principal accounting policies adopted by the company are set out below. The directors have reviewed the accounting policies and conclude that they remain appropriate and that they have been applied consistently in the preparation of the financial statements.

Basis of preparation

These financial statements have been prepared on a going concern basis under the historical cost convention, and in accordance with United Kingdom applicable accounting standards.

Going concern

The Directors have reviewed all available information and have concluded that the company has adequate resources to continue as a going concern for the foreseeable future. The company requires continued support from their immediate parent company Residential Management Group Limited for the provision of working capital to meet its liabilities as they fall due. The directors, having reviewed confirmation of that support, have assessed the ability of their parent company to provide this continued support and as a result have prepared these accounts on the going concern basis.

Turnover

Turnover shown in the profit and loss account is in respect of services rendered during the period, exclusive of Value Added Tax.

Current taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation

Deferred taxation is provided in full on material timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Fixed assets

All fixed assets are recorded at cost less accumulated depreciation. Management regularly reviews the carrying value of fixed assets and makes necessary charges for impairment when the carrying value is deemed to be inappropriate.

Depreciation

Depreciation is calculated to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Computer equipment	5 years	straight line
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Notes to the financial statements (continued)

1 Accounting policies (continued)

Provisions

Provisions are recognised when the company has a present obligation as result of a past event which will result in a probable outflow of economic benefits that can be reasonably estimated

Cash flow statement

The company has taken advantage of the exemption, as conferred by Financial Reporting Standard 1 'Cash Flow Statements' (revised 1996), not to produce a cash flow statement, being a subsidiary undertaking where 100% of the voting rights are controlled within the group. The consolidated financial statements of Caley Limited, in which it is included, are publicly available.

2 Turnover and profit on ordinary activities before taxation

The turnover and profit on ordinary activities before taxation are attributable to the company's principal activity which is wholly undertaken in the United Kingdom.

3 Profit on ordinary activities before taxation

Services provided by the company's auditor

Fees of £1k (2011: £1k) payable to the company's auditor for the audit of the company's financial statements were borne by Residential Management Group Limited, the company's immediate parent in both 2012 and 2011.

No fees were payable to the company's auditor and their associates for other services to the company.

4 Directors and employees

The average number of persons employed by the company during the financial year, excluding the directors, was 4 (2011: 4).

The aggregate payroll costs of the above were

	2012 £ 000	2011 £ 000
Wages and salaries	54	56
Social security costs	5	5
	<u>59</u>	<u>61</u>

The directors of the company did not receive any remuneration for their services during the year (2011: £nil).

Notes to the financial statements (continued)

5 Taxation on profit on ordinary activities

(a) Analysis of tax on profit on ordinary activities

There is no current tax payable for the current year (2011 £ nil)

	2012 £000	2011 £000
Deferred tax		
Accelerated capital allowances	17	-
Total tax credit for the year	17	-

(b) Factors affecting the tax charge for the current year

The tax assessed for the year is lower than that resulting from applying the standard rate of corporation tax in the UK

The differences are explained below

	2012 £000	2011 £000
Profit on ordinary activities before tax	1	38
Tax at 24.5% (2011 26.5%) thereon	-	10
Effects of		
Expenses not deductible for tax purposes	1	-
Capital allowances in excess of depreciation	(4)	-
Group relief claimed/(surrendered) for £nil consideration	3	(10)
Current tax charge for the year	-	-

(c) Factors affecting future tax charge

Deferred tax assets of £17k, relating to decelerated capital allowances were recognised during the year

Deferred tax assets of £564k (2011 £613k) relating to tax losses have not been recognised as there is currently insufficient evidence that the assets will be recovered. The assets may be recoverable if there are suitable taxable profits in the future.

The Finance Act 2012, which provides for a reduction in the main rate of corporation tax from 24% to 23% effective from 1 April 2013, was substantively enacted on 3 July 2012. This rate reduction has been reflected in the calculation of deferred tax at the balance sheet date.

The Government intends to enact future reductions in the main tax rate down to 20% by 1 April 2015. As this tax rate was not substantively enacted at the balance sheet date, the rate reduction is not yet reflected in these financial statements in accordance with FRS 21, as it is a non-adjusting event occurring after the reporting period.

It is estimated that the future rate changes to 20% would further reduce the UK deferred tax asset recognised at 31 December 2012 of £17k (calculated at 23%) to £15k (calculated at 20%). The actual impact will be dependent on the company's deferred tax position at that time.

Notes to the financial statements (continued)

6 Tangible fixed assets

	Computer equipment £000
Cost.	
At 1 January and 31 December 2012	<u>80</u>
Depreciation:	
At 1 January and December 2012	<u>80</u>
Net book value:	
At 31 December 2011 and 31 December 2012	<u>-</u>

7 Debtors

	2012 £ 000	2011 £ 000
Amounts falling due within one year		
Trade debtors	5	8
Other debtors	5	-
Deferred tax asset	17	-
	<u>27</u>	<u>8</u>

The deferred tax asset arises from decelerated capital allowances

	2012 £ 000	2011 £ 000
Deferred tax movement		
Brought forward	-	-
Credited to the profit and loss account	17	-
Carried forward	<u>17</u>	<u>-</u>

	2012 £ 000	2011 £ 000
Deferred tax analysis		
Depreciation in excess of capital allowances	17	-
	<u>17</u>	<u>-</u>

8 Creditors' amounts falling due within one year

	2012 £ 000	2011 £ 000
Amounts due to group undertakings	2,080	2,069
Other taxation and social security	12	12
	<u>2,092</u>	<u>2,081</u>

Notes to the financial statements (continued)

9 Provisions for liabilities

	Claims	
	2012	2011
	£ 000	£ 000
At beginning of year	12	83
New provisions	9	3
Released	(12)	(55)
Utilised	(9)	(19)
At end of year	-	12

The claims provision relates to claims notified, the exact amount and timing of which are not determined

10 Related party transactions

The company has taken advantage of the exemption, as conferred by Financial Reporting Standard No 8 'Related Party Disclosures', not to disclose transactions with other members of the group headed by the ultimate holding company, Caley SPV Limited

11 Share capital

	2012	2011
	£	£
Allotted and called up share capital		
100 (2011 100) Ordinary shares of £1 each	100	100

12 Profit and loss account deficit

	2012	2011
	£ 000	£ 000
Balance brought forward	(2,072)	(2,110)
Profit for the financial year	18	38
Balance carried forward	(2,054)	(2,072)

13 Reconciliation of movements in shareholders' deficit

	2012	2011
	£ 000	£ 000
Opening shareholders' deficit	(2,072)	(2,110)
Profit for the financial year	18	38
Closing shareholders' deficit	(2,054)	(2,072)

Notes to the financial statements (continued)

14 Ultimate parent undertaking and controlling party

The immediate parent company of RMG JC Limited is Residential Management Group Limited, a company incorporated in England and Wales, with its registered address at RMG House, Essex Road, Hoddesdon, Herts, EN11 0DR. Residential Management Group Limited is the smallest group within which the financial statements of RMG JC Limited are included. At the balance sheet date, the immediate parent company of Residential Management Group Limited was Caley Limited, a company incorporated in England & Wales with its registered address is at 3rd Floor, Sunley House, Bedford Park, Croydon, CR0 2AP.

At the balance sheet date, Caley SPV Limited, a company incorporated in England & Wales with its registered address at 3rd Floor, Sunley House, Bedford Park, Croydon, CR0 2AP was the ultimate parent company and controlling party of RMG JC Limited and is the largest group within which the financial statements of RMG JC Limited are included.

The individual financial statements of the company are incorporated in the group financial statements of Caley SPV Limited. Copies of the consolidated accounts of Caley SPV Limited may be obtained from the registered address.

At the date of approval of the financial statements, Places for People Group Limited was the ultimate parent company and the ultimate controlling party of RMG JC Limited. Places for People Group Limited is a company incorporated in England and Wales, with its registered address at 305 Gray's Inn Road, London, WC1X 8QR.

15 Events after the balance sheet date

On 18 April 2013

- The entire Share Capital of the parent company, Residential Management Group Limited, was acquired by Places for People Group Limited, a company registered in England (company number 3777037).

On 20 May 2013

- C Phillips and D Cowans were appointed as Directors of the Company
- C Ye resigned as Company Secretary and C Martin was appointed as Company Secretary