

Company Registration Number 05909107

MITIE RESOURCES LIMITED

Report and Financial Statements

Year ended 31 March 2012



MITIE RESOURCES LIMITED

REPORT AND FINANCIAL STATEMENTS

Year ended 31 March 2012

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MITIE RESOURCES LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

M A Freeman
R Couzens

SECRETARY

MITIE Company Secretarial Services Limited

REGISTERED OFFICE

8 Monarch Court
The Brooms
Emersons Green
Bristol
BS16 7FH

BANKERS

HSBC Bank Plc
62 George White Street
Cabot Circus
Bristol
BS1 3BA

AUDITOR

Deloitte LLP
London

MITIE RESOURCES LIMITED

DIRECTORS' REPORT

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors present their annual report on the affairs of the Company, together with the financial statements and auditor's report, for the year ended 31 March 2012

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 judgements and accounting 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, 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.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The company lends its employees out on assignment secondments to customers.

The turnover has reduced this year as the company has no remaining existing contracts and is winding down.

The Group manages its operations on a divisional basis. For this reason, the company's directors do not believe further key performance indicators are necessary for an appropriate understanding of the performance and position of the business. The performance of the Group's divisions is discussed in the Group's annual report which does not form part of this report.

DIVIDENDS

Dividends for each share class were declared as follows:

Ordinary share: £0 per share (2011: £0 per share)

PRINCIPAL RISKS AND UNCERTAINTIES

Group risks are discussed in the Group's annual report which does not form part of this report. No further detail is required as the company is being wound down and no further contracts are being entered into.

DIRECTORS' REPORT (continued)

FINANCIAL RISK MANAGEMENT

The directors have reviewed the financial risk management objectives and policies of the company. The directors do not believe there to be significant risks in this area. The company does not enter into any hedging instruments, as there are not believed to be any material exposures. It does not enter into any financial instruments for speculative purposes.

Appropriate trade terms are negotiated with suppliers and customers. Management reviews these terms and the relationships with suppliers and customers and manages any exposure on normal trade terms. The company prepares regular forecasts of cash flow and liquidity and any requirement for additional funding is managed as part of the overall MITIE Group PLC financing arrangements.

GOING CONCERN

As explained above, the company's has ceased trading in the year. As required by FRS 18 Accounting policies, the directors have prepared the financial statements on the basis that the company is no longer a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis.

ENVIRONMENT

MITIE Group PLC and its subsidiaries endeavour to identify, monitor and manage the impact of their activities on the environment and are fully committed to environmental accountability and protection. The company operates in accordance with Group policies, which are described in the Group's annual report which does not form part of this report.

EMPLOYEES

The company recognises the importance of good communications and employee relationships. In each company there is a relationship between the Chief Executive of MITIE Group PLC and individual employees in the company. In these conditions, complex consultative procedures are seldom required to ensure that there is an understanding of the purpose of the business and the commercial realities of success. Employees are encouraged to become shareholders through the Savings Related Share Option Scheme.

DIRECTORS

The directors during the year and subsequently were as follows:

M A Freeman

R Couzens (Appointed 21 March 2012)

P F Mosley (Resigned 21 March 2012)

DIRECTORS' REPORT (continued)

AUDITOR

Each of the persons who is a director at the date of approval of this report 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 he/she ought to have taken as a director in order to make himself/herself 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 s418 of the Companies Act 2006

Deloitte LLP has indicated its willingness to be reappointed for another term and appropriate arrangements have been put in place for it to be deemed reappointed as auditor in the absence of an Annual General Meeting

Approved by the Board and signed on its behalf by



M A Freeman
Director

30/07/2017

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MITIE RESOURCES LIMITED

We have audited the financial statements of MITIE Resources Limited for the year ended 31 March 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 14. 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 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 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 March 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.

Emphasis of matter – Financial statements prepared other than on a going concern basis

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than a going concern.

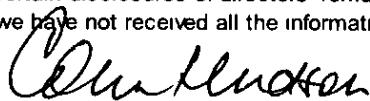
Opinion on other matter prescribed by the Companies Act 2006

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.

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.



Colin Hudson FCA (Senior statutory auditor)

for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

London, United Kingdom

30 July 2012

PROFIT AND LOSS ACCOUNT

Year ended 31 March 2012

	Note	2012 £'000	2011 £'000
TURNOVER	1	-	20
GROSS PROFIT		-	20
Administration expense		(9)	(27)
OPERATING LOSS	2	(9)	(7)
LOSS ON ORDINARY ACTIVITIES BEFORE INTEREST AND TAXATION		(9)	(7)
Interest receivable and similar income	3	3	-
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(6)	(7)
Tax charge on loss on ordinary activities	4	(4)	(4)
LOSS FOR THE FINANCIAL YEAR	8	(10)	(11)

The results for the period and prior period are wholly attributable to the discontinued operations of the company


There are no recognised gains and losses for the current or preceding financial year other than as stated in the profit and loss account. Accordingly, no separate statement of total recognised gains and losses is presented

BALANCE SHEET
As at 31 March 2012

		2012		2011	
	Note	£'000	£'000	£'000	£'000
CURRENT ASSETS					
Debtors					
- due within one year	5	2		41	
Cash at bank and in hand		23		310	
		<u>25</u>		<u>351</u>	
CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR					
	6	<u>(4)</u>		<u>(320)</u>	
NET CURRENT ASSETS			21		31
NET ASSETS		<u>21</u>		<u>31</u>	
SHARE CAPITAL AND RESERVES					
Called up share capital	7	-		-	
Share premium account	8	-		-	
Profit and loss account	8	21		31	
SHAREHOLDERS' FUNDS	9	<u>21</u>		<u>31</u>	

The financial statements of MITIE Resources Limited, company registered number 05909107, were approved by the board and authorised for issue. They were signed on behalf of the board on 30TH JULY 2012

M A Freeman
Director


30/7/2012

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

1 ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted, which have been applied consistently throughout the current and the prior financial year, are described below.

Accounting convention

The accounts are prepared under the historical cost convention.

Going concern

The company has ceased trading during the year. As required by FRS 18 Accounting policies, the directors have prepared the financial statements on the basis that the company is no longer a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis.

Turnover

Turnover represents the total, excluding sales taxes, receivable in respect of goods and services supplied. All turnover arises within the United Kingdom, from the company's principal activity. Revenue is recognised as services are delivered.

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 at the balance sheet date.

Deferred tax is provided in full on 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 the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. 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.

Share-based payments

The company participates in a number of MITIE Group PLC executive and employee share option schemes. For all grants of share options, the fair value as at the date of grant is calculated using the Black-Scholes model and the corresponding expense is recognised on a straight-line basis over the vesting period based on the company's estimate of shares that will actually vest.

Cashflow statement

The company has taken the exemption from the requirement to prepare a cashflow statement, as it is included within the consolidated financial statements of MITIE Group PLC and greater than 90% of the voting rights of the company are held by MITIE Group PLC.

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

2 OPERATING LOSS

Operating Loss is stated after charging/(crediting)

Audit fees were borne by MITIE Cleaning and Environmental Services Limited and not recharged

The company has taken the exemption available to it not to disclose separately information about fees for non-audit services provided to the company as this information is available in the consolidated financial statements of MITIE Group PLC

3 INTEREST

	2012 £'000	2011 £'000
Interest receivable and similar income		
Other	3	-
	<u>3</u>	<u>-</u>

4 TAX ON LOSS ON ORDINARY ACTIVITIES

	2012 £'000	2011 £'000
(a) Analysis of charge in the year		
United Kingdom corporation tax at 26% (2011 28%)	(5)	-
Total current tax (note 4(b))	<u>(5)</u>	<u>-</u>
Deferred taxation		
Timing differences - origination and reversal	1	(4)
Tax on loss on ordinary activities	<u>(4)</u>	<u>(4)</u>

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)

(b) Factors affecting tax charge in the year

The tax assessed for the period differs from that resulting from applying the standard rate of corporation tax in the UK of 26% (2011 28%). The differences are as follows

	£'000	£'000
Loss on ordinary activities before tax	(6)	(7)
	£'000	£'000
Tax at 26% (2011 28%) thereon	(2)	(2)
Utilisation of tax losses	(1)	-
Other timing differences	(2)	2
Current tax charge for the year (note 4(a))	(5)	-

The UK Government announced a reduction in the UK corporation tax rate from 26% to 24% from 1 April 2012, which was substantively enacted on 26 March 2012. The reduction in the balance sheet carrying value of deferred tax assets and liabilities to reflect the rate of tax at which those assets are expected to reverse has not had a material impact on the current year tax charge. The UK Government has indicated that it intends to enact further reductions in the main tax rate of 1% each year down to 22% by 1 April 2014. Future rate reductions would further reduce the UK deferred tax assets and liabilities recognised but the actual impact will be dependent on the deferred tax position at the time.

The deferred tax balance comprises the following

	£'000	£'000
Other timing differences	-	1
	-	1
	£'000	£'000
Amount charged/(credited) to the profit and loss account in the year in relation to deferred tax	1	(4)

5 DEBTORS

	2012 £'000	2011 £'000
Amounts falling due within one year		
Trade debtors	-	4
VAT	1	-
Other debtors	-	36
Corporation tax	1	-
Deferred tax asset	-	1
	2	41

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

6 CREDITORS. AMOUNTS FALLING DUE WITHIN ONE YEAR

	2012 £'000	2011 £'000
Amounts owed to Group undertakings	-	4
Other taxation and social security	-	316
Accruals and deferred income	4	-
	<u>4</u>	<u>320</u>

7 CALLED UP SHARE CAPITAL

	2012 £'000	2011 £'000
Allotted, called up and fully paid share capital	-	-
1 £1 Ordinary share	-	-
	<u>-</u>	<u>-</u>

8 RESERVES

	Profit and loss account £'000
At 1 April 2011	31
Loss for the financial year	(10)
At 31 March 2012	<u>21</u>

9 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2012 £'000	2011 £'000
Loss for the financial year	(10)	(11)
Reduction relating to share-based payments	-	(4)
Net reduction in shareholders' funds	<u>(10)</u>	<u>(15)</u>
Opening shareholders' funds	31	46
Closing shareholders' funds	<u>21</u>	<u>31</u>

10 DIRECTORS

The directors are also directors or employees of another group company. They are 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.

Director	Remunerated by
R Couzens	MITIE Facilities Services Limited
M A Freeman	MITIE Facilities Services Limited
P F Mosley	MITIE Group PLC

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

11 EMPLOYEES

Average employee numbers

The average number of persons (including directors) employed by the company during the financial year was

	2012 No	2011 No
Operations	-	16
	-	16
Employment cost	£'000	£'000
Share-based payments	6	4
	6	4

12 SHARE-BASED PAYMENTS

The company participates in the following MITIE Group PLC share option schemes

The MITIE Group PLC 2001 Executive share option scheme

The Executive share option scheme exercise price is equal to the average market value of the shares over the five day period immediately preceding the date of grant. The vesting period is three years. If the options remain unexercised after a period of ten years from the date of grant the options expire. Options may be forfeited if the employee leaves the group. Before options can be exercised, a performance condition must be satisfied, the performance condition is linked to the percentage growth in earnings per share over a three-year period.

The MITIE Group PLC 2001 Savings Related share option scheme

The SAYE scheme is open to all employees. The exercise price is not less than 80.0% of the market value of the shares on the day preceding the date on which invitations to participate in the scheme are issued. For options granted prior to September 2008, the vesting period is five years. For options granted in September 2008 and thereafter, the vesting period is three years. If the options remain unexercised after a period of six months from the date of vesting, the options expire. Options may be forfeited if the employee leaves the group.

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

SHARE-BASED PAYMENTS (continued)

The MITIE Group PLC Long Term Incentive Plan (LTIP)

The LTIP was introduced in 2007. The awards of shares or rights to acquire shares (the awards) are offered to a small number of key senior management. Where offered as options the exercise price is nil. The vesting period is three years. If the awards remain unexercised after a period of four years from the date of grant, the awards expire. The awards may be forfeited if the employee leaves the group. Before the awards can be exercised, a performance condition must be satisfied, the number of awards that vest is determined by a sliding scale based on growth in earnings per share over a three-year period.

Details of the share options outstanding during the year are as follows

	2012		2011	
	Number of share options	Weighted average exercise price (in p)	Number of share options	Weighted average exercise price (in p)
Outstanding at beginning of the year	4,312	190	87,855	187
Granted during the year	-	-	378	190
Forfeited during the year	(3,302)	190	(4,384)	190
Transferred (to)/from Group subsidiaries during the year	-	-	(79,537)	187
Exercised during the year	(1,010)	190	-	-
Outstanding at end of the year	-	-	4,312	190
Exercisable at end of year	-	-	-	-

The company recognised the following expense related to share-based payments

	2012 £'000	2011 £'000
2001 Executive share options	-	-
2001 Savings Related share options	6	4
	6	4
	2012	2011
The weighted average share price at the date of exercise for share options exercised during the year was (p)	268	-
The options outstanding at the year-end had a weighted average price of (p)	-	190
The options outstanding at the year-end had a weighted average remaining contractual life of (years)	-	1

MITIE RESOURCES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

Share-Based Payments (continued)

The fair value of options is measured by use of the Black-Scholes model. The inputs into the Black-Scholes model are as follows:

	2012	2011
Share price (p)	191 to 243	191 to 230
Exercise price (p)	0 to 254	0 to 254
Expected volatility (%)	28 to 36	28 to 36
Expected life (years)	3 to 6	3 to 6
Risk-free rate (%)	1.48 to 5.25	1.49 to 5.25
Expected dividends (%)	2.22 to 4.10	2.22 to 3.93

13 RELATED PARTY TRANSACTIONS

The company has taken the exemption available under FRS 8 not to disclose transactions with other wholly-owned subsidiaries of MITIE Group PLC. There were no transactions with entities other than members of MITIE Group PLC which require disclosure under FRS 8.

14 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The directors regard MITIE Group PLC, a company registered in Scotland, as the company's immediate and ultimate parent undertaking and controlling party.

MITIE Group PLC is the largest and smallest group for which group accounts are prepared. Copies of the group financial statements can be obtained from the Company Secretary at the registered office.