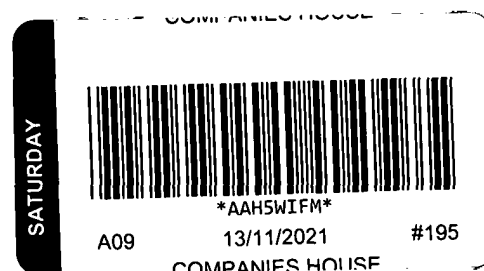


COMPANY REGISTRATION NUMBER: 05060925

**THE ONE GROUP LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**  
**31 December 2020**



# **THE ONE GROUP LIMITED**

## **FINANCIAL STATEMENTS**

**YEAR ENDED 31 DECEMBER 2020**

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**THE ONE GROUP LIMITED**  
**OFFICERS AND PROFESSIONAL ADVISERS**

**The board of directors**

A Barnes

T Drane

D Drane

R Barnes

R Smith

**Company secretary**

R Smith

**Registered office**

5 Axon Business Park

Commerce Road

Lynchwood

Peterborough

Cambs

PE2 6LR

**Auditor**

Streets Audit LLP

Chartered Accountants & statutory auditor

Enterprise House

38 Tyndall Court

Commerce Road

Lynch Wood

Peterborough

Cambridgeshire

PE2 6LR

**Bankers**

National Westminster Bank Plc

PO Box No15

Cathedral Square

Peterborough

Cambridgeshire

PE1 1HW

# **THE ONE GROUP LIMITED**

## **STRATEGIC REPORT**

**YEAR ENDED 31 DECEMBER 2020**

### **Introduction**

The One Group Limited is the leading independent specialist recruitment in its market providing clients with a range of recruitment services in the Accountancy & Finance, Information Technology, Technical, HR, Marketing and Commercial Office. In addition, we provide Executive Search recruitment services through our specialist subsidiary Seneca Search Ltd. Operating from three locations in Cambridge, Peterborough and Northampton we supply permanent and temporary staffing solutions to a wide range of corporate and SME's throughout the region.

### **Our business**

Results of the group in 2020 show turnover in the period dropping by 33% to £7,749,780 (2019 - £11,572,458) while pre-tax profits were £317,178 (2019 - £156,298). These results were significantly impacted by Covid-19.

### **Our people**

People are at the heart of what we do. They build relationships and represent the company in each transaction with our valued client base. As such we focus on our culture and the wellbeing of our team. As a values based employer we look for people that can support our mission through a professional and consistent approach to their work. We seek integrity in action. However, we also recognize that having a larger workforce creates obligations to ensure equal and fair opportunity for all. Having surveyed our organization in a recent equality and diversity audit we note we have work to do in this area. Our workforce is diverse, but it also does not fully reflect the communities we serve. To achieve these we restate our commitment to the principals of equal and open opportunity for all and a balanced employment base which is reflective of the demographics within our community.

### **Forward looking**

Our view on outlook post balance date has changed considerably since the onset of the Corona Virus pandemic. As with many of our peers we have scaled back our operational capacity to meet the projected downturn in 2020 and 2021. However, we maintain a resilient business and by using available government support we have, to date, been able to minimise losses while retaining a scale and shape that we believe has the capacity to rebound strongly as market conditions turn. Our current view on timing is shaped by government advisory's and on that basis a return to 2019 levels of economic activity by 2023. While we believe these are cautious assumptions our premise will be to maintain control over our cost base and through the period to end 2021 implement a policy where cost growth, through headcount increases, is driven by demand as opposed to attaining greater market share. We also recognise the way we service the market has changed through 2020 and some of those changes will persist. As a result of this we have also embarked on a wholesale review of our tools and infrastructure base which supports our operational activity. As a result, we have committed further expenditure in 2021 to meet these needs. With difficult trading conditions also expected due to BREXIT and it's effect on the labour market, the business will look to operate as efficiently as possible and be pro-active with caring for current clients as well as aiming to develop relationships with new clients.

This report was approved by the board of directors on 29 September 2021 and signed on behalf of the board by:

R Smith

Director

Registered office:

5 Axon Business Park

Commerce Road

Lynchwood

Peterborough

Cambs

PE2 6LR

# **THE ONE GROUP LIMITED**

## **DIRECTORS' REPORT**

### **YEAR ENDED 31 DECEMBER 2020**

The directors present their report and the financial statements of the group for the year ended 31 December 2020 .

#### **Principal activities**

The principal activity of the company during the year was that of recruitment agents.

#### **Directors**

The directors who served the company during the year were as follows:

A Barnes

T Dranc

D Drane

R Barnes

R Smith

#### **Dividends**

Particulars of recommended dividends are detailed in note 14 to the financial statements.

#### **Disclosure of information in the strategic report**

The company has chosen to set out in the strategic report information about the principal risks, results and future developments of the company.

#### **Directors' responsibilities statement**

The directors are responsible for preparing the strategic report, directors' 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 group and the company and the profit or loss of the group 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; - 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. Auditor

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

- so far as they are aware, there is no relevant audit information of which the group and the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the group and the company's auditor is aware of that information.

This report was approved by the board of directors on 29 September 2021 and signed on behalf of the board by:

R Smith

Director

Registered office:

5 Axon Business Park

Commerce Road

Lynchwood

Peterborough

Cambs

PE2 6LR

# **THE ONE GROUP LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ONE GROUP LIMITED YEAR ENDED 31 DECEMBER 2020**

### **Opinion**

We have audited the financial statements of The One Group Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2020 which comprise the consolidated income statement, consolidated statement of financial position, company statement of financial position, consolidated statement of changes in equity, company statement of changes in equity, consolidated statement of cash flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice). In our opinion the financial statements: - give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2020 and of the group's profit for the year then ended; - have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; - have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's or the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.



**Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion: - adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or - the parent company 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.

**Responsibilities of directors**

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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below: Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows: - the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations; - we identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the company and sector in which it operates; - we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006 and taxation legislation and health and safety legislation; - we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and - identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit. We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by: - making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and - considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations. To address the risk of fraud through management bias and override of controls, we: - performed analytical procedures to identify any unusual or unexpected relationships; - tested journal entries to identify unusual transactions; - assessed whether judgements and assumptions made in determining the accounting estimates set out in Note 3 were indicative of potential bias; and - investigated the rationale behind significant or unusual transactions. In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to: - agreeing financial statement disclosures to underlying supporting documentation; - reading the minutes of meetings of those charged with governance; - inquiring of management as to actual and potential litigation and claims; and - reviewing correspondence with HMRC, relevant regulators and the company's legal advisors. There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to inquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any. Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion. A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report. Use of our report

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.

Jonathon Day

(Senior Statutory Auditor)

For and on behalf of

Streets Audit LLP

Chartered Accountants & statutory auditor

Enterprise House

38 Tyndall Court

Commerce Road

Lynch Wood

Peterborough

Cambridgeshire

PE2 6LR

29 September 2021

**THE ONE GROUP LIMITED**  
**CONSOLIDATED INCOME STATEMENT**

**YEAR ENDED 31 DECEMBER 2020**

		2020	2019
	Note	£	£
<b>Turnover</b>	<b>4</b>	<b>7,749,780</b>	11,572,458
Cost of sales		<b>4,258,645</b>	5,736,263
		-----	-----
<b>Gross profit</b>		<b>3,491,135</b>	5,836,195
Administrative expenses		<b>3,984,333</b>	5,713,339
Other operating income	<b>5</b>	<b>812,114</b>	44,075
		-----	-----
<b>Operating profit</b>	<b>6</b>	<b>318,916</b>	166,931
Other interest receivable and similar income	<b>11</b>	<b>401</b>	218
Interest payable and similar expenses	<b>12</b>	<b>2,139</b>	10,851
		-----	-----
<b>Profit before taxation</b>		<b>317,178</b>	156,298
Tax on profit	<b>13</b>	<b>40,839</b>	58,672
		-----	-----
<b>Profit for the financial year</b>		<b>276,339</b>	97,626
		-----	-----
Profit for the financial year attributable to:			
The owners of the parent company		<b>284,629</b>	125,007
Non-controlling interests		<b>( 8,290)</b>	( 27,381)
		-----	-----
		<b>276,339</b>	97,626
		-----	-----

All the activities of the group are from continuing operations.

The group has no other recognised items of income and expenses other than the results for the year as set out above.

**THE ONE GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

**31 December 2020**

		2020	2019
	Note	£	£
<b>Fixed assets</b>			
Tangible assets	15	329,604	380,472
<b>Current assets</b>			
Debtors	17	1,381,483	1,174,210
Cash at bank and in hand		883,812	—
		<u>2,265,295</u>	<u>1,174,210</u>
<b>Creditors: amounts falling due within one year</b>	19	1,452,393	1,429,323
<b>Net current assets/(liabilities)</b>		<u>812,902</u>	<u>( 255,113)</u>
<b>Total assets less current liabilities</b>		<u>1,142,506</u>	<u>125,359</u>
<b>Creditors: amounts falling due after more than one year</b>	20	1,063,492	27,933
<b>Provisions</b>			
Taxation including deferred tax	22	40,633	66,792
<b>Net assets</b>		<u>38,381</u>	<u>30,634</u>

# THE ONE GROUP LIMITED

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION *(continued)*

31 December 2020

		2020	2019
	Note	£	£
<b>Capital and reserves</b>			
Called up share capital	26	57	59
Share premium account	27	87,649	87,649
Capital redemption reserve	27	2	–
Profit and loss account	27	1,863	( 14,174)
		<u>89,571</u>	<u>73,534</u>
<b>Equity attributable to the owners of the parent company</b>		<b>89,571</b>	<b>73,534</b>
<b>Non-controlling interests</b>		<b>( 51,190)</b>	<b>( 42,900)</b>
		<u>38,381</u>	<u>30,634</u>

These financial statements were approved by the board of directors and authorised for issue on 29 September 2021 , and are signed on behalf of the board by:

R Smith

Director

Company registration number: 05060925

**THE ONE GROUP LIMITED**  
**COMPANY STATEMENT OF FINANCIAL POSITION**

**31 December 2020**

		2020	2019
	Note	£	£
<b>Fixed assets</b>			
Tangible assets	15	329,604	379,803
Investments	16	108	108
		<u>329,712</u>	<u>379,911</u>
<b>Current assets</b>			
Debtors	17	1,400,969	1,374,446
Cash at bank and in hand		854,384	—
		<u>2,255,353</u>	<u>1,374,446</u>
<b>Creditors: amounts falling due within one year</b>	19	1,438,002	1,415,213
<b>Net current assets/(liabilities)</b>		<u>817,351</u>	<u>( 40,767)</u>
<b>Total assets less current liabilities</b>		<u>1,147,063</u>	<u>339,144</u>
<b>Creditors: amounts falling due after more than one year</b>	20	1,063,492	27,933
<b>Provisions</b>			
Taxation including deferred tax	22	40,633	66,792
<b>Net assets</b>		<u>42,938</u>	<u>244,419</u>

# THE ONE GROUP LIMITED

## COMPANY STATEMENT OF FINANCIAL POSITION *(continued)*

31 December 2020

		2020	2019
	Note	£	£
<b>Capital and reserves</b>			
Called up share capital	26	55	57
Share premium account	27	87,649	87,649
Capital redemption reserve	27	2	–
Profit and loss account	27	( 44,768)	156,713
		-----	-----
<b>Shareholders funds</b>		<b>42,938</b>	<b>244,419</b>
		-----	-----

The profit for the financial year of the parent company was £ 67,088 (2019: £ 234,529 ).

These financial statements were approved by the board of directors and authorised for issue on 29 September 2021 , and are signed on behalf of the board by:

R Smith

Director

Company registration number: 05060925



# THE ONE GROUP LIMITED

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 31 DECEMBER 2020

					Equity attributable to the owners of the parent company	Non-controlling interests	Total
	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account			
	£	£	£	£	£	£	£
<b>At 1 January 2019</b>	18	101,276	–	43,819	145,113	( 15,519)	129,594
Profit for the year	–	–	–	125,007	125,007	( 27,381)	97,626
<b>Total comprehensive income for the year</b>	–	–	–	125,007	125,007	( 27,381)	97,626
Issue of shares	41	8,865	–	–	8,906	–	8,906
Dividends paid and payable	–	–	–	( 183,000)	–	–	( 183,000)
<b>14</b>	–	–	–	–	( 183,000)	–	–
Redemption of shares	–	( 22,492)	–	–	( 22,492)	–	( 22,492)
<b>Total investments by and distributions to owners</b>	41	( 13,627)	–	–	( 196,586)	–	–
<b>At 31 December 2019</b>	59	87,649	–	( 14,174)	73,534	( 42,900)	30,634
Profit for the year	–	–	–	284,629	284,629	( 8,290)	276,339
<b>Total comprehensive income for the year</b>	–	–	–	284,629	284,629	( 8,290)	276,339

# THE ONE GROUP LIMITED

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY *(continued)*

YEAR ENDED 31 DECEMBER 2020

		Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Equity attributable to the owners of the parent company	Non-controlling interests	Total
		£	£	£	£	£	£	£
Dividends paid and payable					( 239,000			( 239,000
	14	—	—	—	)	( 239,000)	—	)
Cancellation of subscribed capital		( 2)	—	2	—	—	—	—
Redemption of shares		—	—	—	( 29,592)	( 29,592)	—	( 29,592)
		----	----	----	-----	-----	----	-----
Total investments by and distributions to owners		( 2)	—	2	)	( 268,592)	—	)
		----	-----	----	-----	-----	-----	-----
At 31 December 2020		57	87,649	2	1,863	89,571	( 51,190)	38,381
		----	-----	----	-----	-----	-----	-----

**THE ONE GROUP LIMITED**  
**COMPANY STATEMENT OF CHANGES IN EQUITY**  
**YEAR ENDED 31 DECEMBER 2020**

# THE ONE GROUP LIMITED

## COMPANY STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 31 DECEMBER 2020

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total
	£	£	£	£	£
<b>At 1 January 2019</b>	16	101,276	–	105,184	206,476
Profit for the year	–	–	–	234,529	234,529
<b>Total comprehensive income for the year</b>	–	–	–	234,529	234,529
Issue of shares	41	8,865	–	–	8,906
Dividends paid and payable <b>14</b>	–	–	–	( 183,000)	( 183,000)
Redemption of shares	–	( 22,492)	–	–	( 22,492)
<b>Total investments by and distributions to owners</b>	41	( 13,627)	–	( 183,000)	( 196,586)
<b>At 31 December 2019</b>	57	87,649	–	156,736	<b>244,442</b>
Profit for the year	–	–	–	67,088	67,088
<b>Total comprehensive income for the year</b>	–	–	–	67,088	67,088
Dividends paid and payable <b>14</b>	–	–	–	( 239,000)	( 239,000)
Cancellation of subscribed capital	( 2)	–	2	–	–
Redemption of shares	–	–	–	( 29,592)	( 29,592)
<b>Total investments by and distributions to owners</b>	( 2)	–	2	( 268,592)	( 268,592)
<b>At 31 December 2020</b>	55	87,649	2	( 44,768)	<b>42,938</b>

# THE ONE GROUP LIMITED

## CONSOLIDATED STATEMENT OF CASH FLOWS

**YEAR ENDED 31 DECEMBER 2020**

	2020	2019
Note	£	£
<b>Cash flows from operating activities</b>		
Profit for the financial year	276,339	97,626
<i>Adjustments for:</i>		
Depreciation of tangible assets	80,169	122,066
Government grant income	( 786,478)	–
Other interest receivable and similar income	( 401)	( 218)
Interest payable and similar expenses	2,139	10,851
Gains on disposal of tangible assets	–	( 1,163)
Tax on profit	40,839	58,672
Accrued income	( 43,014)	( 60,556)
<i>Changes in:</i>		
Trade and other debtors	( 207,273)	100,639
Trade and other creditors	293,450	144,031
Cash generated from operations	( 344,230)	471,948
Interest paid	( 2,139)	( 10,851)
Interest received	401	218
Tax paid	( 66,998)	( 219,989)
Net cash (used in)/from operating activities	( 412,966)	241,326
<b>Cash flows from investing activities</b>		
Purchase of tangible assets	( 29,301)	( 92,916)
Proceeds from sale of tangible assets	–	31,623
Net cash used in investing activities	( 29,301)	( 61,293)
<b>Cash flows from financing activities</b>		
Proceeds from issue of ordinary shares	–	8,906
Purchase of own shares	( 29,592)	–
Proceeds from borrowings	1,200,109	( 169,041)
Government grant income	786,478	–
Payments of finance lease liabilities	( 4,441)	8,359
Dividends paid	( 239,000)	( 183,000)
Net cash from/(used in) financing activities	1,713,554	( 334,776)
<b>Net increase/(decrease) in cash and cash equivalents</b>	1,271,287	( 154,743)
<b>Cash and cash equivalents at beginning of year</b>	(387,475)	(232,732)
<b>Cash and cash equivalents at end of year</b>	18      883,812	( 387,475)

# **THE ONE GROUP LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**YEAR ENDED 31 DECEMBER 2020**

### **1. General information**

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 5 Axon Business Park, Commerce Road, Lynchwood, Peterborough, Cambs, PE2 6LR.

### **2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

### **3. Accounting policies**

#### **Basis of preparation**

The financial statements have been prepared on the historical cost basis. The financial statements are prepared in sterling, which is the functional currency of the entity.

#### **Going concern**

During 2020 the worldwide spread of Coronavirus has occurred and from March 2020 has affected the UK. This has, and continues to, affect the way the company operates and the markets it operates in. The company is making appropriate adjustments in terms of how it operates and to protect its employees. The UK Government is providing a package of financial support to protect companies and these are being accessed as is necessary. The results have been materially impacted by Covid-19 however the impact on the business is expected to be temporary and the directors remain committed to supporting the business throughout this period and for these reasons the financial statements have been prepared on a going concern basis.

#### **Disclosure exemptions**

The group is not entitled to reduced disclosure under FRS 102.

#### **Consolidation**

The financial statements consolidate the financial statements of The One Group Limited and all of its subsidiary undertakings.

The results of subsidiaries acquired or disposed of during the year are included from or to the date that control passes.

The parent company has applied the exemption contained in section 408 of the Companies Act 2006 and has not presented its individual profit and loss account.

#### **Non-controlling interests**

Minority interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity. Minority interests consist of the amount of those interests at the date of the original business combination and the minority's share of changes in equity since the date of the combination.

The proportions of profit or loss and changes in equity allocated to the owners of the parent and to the minority interests are determined on the basis of existing ownership interests and do not reflect the possible exercise or conversion of options or convertible instruments.

**Judgements and key sources of estimation uncertainty**

The directors make estimates and assumptions about the future. These estimates and assumptions impact recognised assets and liabilities, as well as revenue and expenses and other disclosures. These estimates are based on historical experience and on various assumptions considered reasonable under the prevailing conditions. The actual outcome may diverge from these estimates if other assumptions are made, or other conditions arise. The estimates and assumptions that may have a significant effect on the carrying amounts of assets and liabilities within financial year include: 1) Depreciation - the annual depreciation charge for each class of tangible fixed asset is based on an estimate of the useful economic life of the respective assets. This is reviewed periodically by the directors to ensure that they reflect both the external and internal factors.

**Revenue recognition**

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of discounts and of Value Added Tax. Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that it is probable the expenses recognised will be recovered.

**Exceptional items**

Exceptional items are disclosed separately in the financial statements in order to provide further understanding of the financial performance of the entity. They are material items of income or expense that have been shown separately because of their nature or amount.

**Income tax**

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity respectively. Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date. Deferred tax is recognised in respect of all material timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

**Operating leases**

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis. Lease income is recognised in profit or loss on a straight line basis over the lease term. The aggregate cost of lease incentives are recognised as a reduction to income over the lease term on a straight-line basis. Costs, including depreciation, incurred in earning the lease income are recognised as an expense. Any initial direct costs incurred in negotiating and arranging the operating lease are added to the carrying amount of the lease and recognised as an expense over the lease term on the same basis as the lease income.

**Tangible assets**

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses.

**Depreciation**

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

Leaschold Property	-	20-25% Straight line
Motor Vchicles	-	25% reducing balance
Equipment	-	15-20% Straight line

**Investments**

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

**Finance leases and hire purchase contracts**

Assets held under finance leases and hire purchase contracts are recognised in the statement of financial position as assets and liabilities at the lower of the fair value of the assets and the present value of the minimum lease payments, which is determined at the inception of the lease term. Any initial direct costs of the lease are added to the amount recognised as an asset. Lease payments are apportioned between the finance charges and reduction of the outstanding lease liability using the effective interest method. Finance charges are allocated to each period so as to produce a constant rate of interest on the remaining balance of the liability.

**Government grants**

Government grants are recognised at the fair value of the asset received or receivable. Grants are not recognised until there is reasonable assurance that the company will comply with the conditions attaching to them and the grants will be received. Government grants are recognised using the accrual model. Under the accrual model, government grants relating to revenue are recognised on a systematic basis over the periods in which the company recognises the related costs for which the grant is intended to compensate. Grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs are recognised in income in the period in which it becomes receivable.



## Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

## Financial instruments

The company holds basic financial instruments as defined in FRS102. The financial assets and financial liabilities of the company and their measurement basis are as follows: Financial assets - trade and other debtors are basic financial instruments and are debt instruments measured at amortised cost. Prepayments are not financial instruments. Cash at bank is classified as a basic financial instrument and is measured at amortised cost. Financial liabilities - trade creditors, accruals and other creditors are financial instruments, and are measured at amortised cost. Taxation and social security are not included in the financial instruments disclosure definition.

## Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

## 4. Turnover

Turnover arises from:

	2020	2019
	£	£
Rendering of services	7,749,780	11,572,458

The whole of the turnover is attributable to the principal activity of the group wholly undertaken in the United Kingdom.

## 5. Other operating income

	2020	2019
	£	£
Rental income	7,636	44,075
Government grant income	786,478	—
Other operating income	18,000	—
	812,114	44,075

## 6. Operating profit

Operating profit or loss is stated after charging/crediting:

	2020	2019
	£	£
Depreciation of tangible assets	80,169	122,066
Gains on disposal of tangible assets	—	(1,163)
Impairment of trade debtors	3,000	—

## 7. Auditor's remuneration

	2020	2019
	£	£
Fees payable for the audit of the financial statements	6,000	7,500

## 8. Staff costs

The average number of persons employed by the group during the year, including the directors, amounted to:

	2020	2019
	No.	No.
Number of permanent staff	90	90
Number of temporary staff	140	140
	230	230

The aggregate payroll costs incurred during the year, relating to the above, were:

	2020	2019
	£	£
Wages and salaries	6,652,820	9,130,328
Social security costs	483,937	611,976
Other pension costs	101,690	118,053
	7,238,447	9,860,357

## 9. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services was:

	2020	2019
	£	£
Remuneration	38,529	35,576

## 10. Exceptional items

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Exceptional amounts written off current assets	—	—	250,702	—

Since the year end the company's subsidiary company ceased to trade and as a result the directors consider it appropriate to impair the loan due from the company. As a result the Income Statement of the parent company includes an exceptional cost of £250,702.

## 11. Other interest receivable and similar income

	2020	2019
	£	£
Interest on cash and cash equivalents	401	218

**12. Interest payable and similar expenses**

	2020	2019
	£	£
Interest on banks loans and overdrafts	2,139	9,960
Interest on obligations under finance leases and hire purchase contracts	—	891
	2,139	10,851

**13. Tax on profit****Major components of tax expense**

	2020	2019
	£	£
<b>Current tax:</b>		
UK current tax expense	66,998	54,958
<b>Deferred tax:</b>		
Origination and reversal of timing differences	( 26,159)	3,714
<b>Tax on profit</b>	<b>40,839</b>	<b>58,672</b>

**Reconciliation of tax expense**

The tax assessed on the profit on ordinary activities for the year is higher than (2019: lower than) the standard rate of corporation tax in the UK of 19 % (2019: 19 %).

	2020	2019
	£	£
Profit on ordinary activities before taxation	317,178	156,298
Profit on ordinary activities by rate of tax	20,509	65,892
Effect of expenses not deductible for tax purposes	46,489	3,468
Effect of revenue exempt from tax	—	( 14,402)
Deferred tax movement	( 26,159)	3,714
<b>Tax on profit</b>	<b>40,839</b>	<b>58,672</b>

**14. Dividends**

	2020	2019
	£	£
Dividends paid during the year (excluding those for which a liability existed at the end of the prior year )	239,000	183,000

**15. Tangible assets**

<b>Group</b>	<b>Land and buildings £</b>	<b>Motor vehicles £</b>	<b>Equipment £</b>	<b>Total £</b>
<b>Cost</b>				
At 1 January 2020	288,976	43,728	437,185	769,889
Additions	—	—	29,301	29,301
Disposals	( 30,267)	—	( 46,235)	( 76,502)
	-----	-----	-----	-----
<b>At 31 December 2020</b>	<b>258,709</b>	<b>43,728</b>	<b>420,251</b>	<b>722,688</b>
	-----	-----	-----	-----
<b>Depreciation</b>				
At 1 January 2020	167,739	1,498	220,180	389,417
Charge for the year	3,773	9,496	66,900	80,169
Disposals	( 30,267)	—	( 46,235)	( 76,502)
	-----	-----	-----	-----
<b>At 31 December 2020</b>	<b>141,245</b>	<b>10,994</b>	<b>240,845</b>	<b>393,084</b>
	-----	-----	-----	-----
<b>Carrying amount</b>				
<b>At 31 December 2020</b>	<b>117,464</b>	<b>32,734</b>	<b>179,406</b>	<b>329,604</b>
	-----	-----	-----	-----
At 31 December 2019	121,237	42,230	217,005	380,472
	-----	-----	-----	-----
<b>Company</b>	<b>Land and buildings £</b>	<b>Motor vehicles £</b>	<b>Equipment £</b>	<b>Total £</b>
<b>Cost</b>				
At 1 January 2020	288,976	43,728	435,218	767,922
Additions	—	—	29,301	29,301
Disposals	( 30,267)	—	( 46,235)	( 76,502)
	-----	-----	-----	-----
<b>At 31 December 2020</b>	<b>258,709</b>	<b>43,728</b>	<b>418,284</b>	<b>720,721</b>
	-----	-----	-----	-----
<b>Depreciation</b>				
At 1 January 2020	167,739	1,498	218,882	388,119
Charge for the year	3,773	9,496	66,231	79,500
Disposals	( 30,267)	—	( 46,235)	( 76,502)
	-----	-----	-----	-----
<b>At 31 December 2020</b>	<b>141,245</b>	<b>10,994</b>	<b>238,878</b>	<b>391,117</b>
	-----	-----	-----	-----
<b>Carrying amount</b>				
<b>At 31 December 2020</b>	<b>117,464</b>	<b>32,734</b>	<b>179,406</b>	<b>329,604</b>
	-----	-----	-----	-----
At 31 December 2019	121,237	42,230	216,336	379,803
	-----	-----	-----	-----

**16. Investments**

<b>Group</b>	<b>Other investments other than loans £</b>
<b>Cost</b>	
At 1 January 2020 and 31 December 2020	51,755
	-----
<b>Impairment</b>	
At 1 January 2020 and 31 December 2020	51,755
	-----
<b>Carrying amount</b>	
At 1 January 2020 and 31 December 2020	—

Company	Shares in group undertakings £	Other investments other than loans £	Total £
<b>Cost</b>			
At 1 January 2020 and 31 December 2020	108	51,755	51,863
<b>Impairment</b>			
At 1 January 2020 and 31 December 2020	—	51,755	51,755
<b>Carrying amount</b>			
At 1 January 2020 and 31 December 2020	108	—	108
At 31 December 2019	108	—	108

The company is a member of Lithium Productions LLP. The directors have valued the investment at £nil at the balance sheet date (2018 - £nil) based on the net assets of the partnership.

#### Subsidiaries, associates and other investments

Details of the investments in which the group and the parent company have an interest of 20% or more are as follows:

	Class of share	Percentage of shares held
<b>Subsidiary undertakings</b>		
Seneca Search Limited	Ordinary	80
The One Group (Technical) Limited	Ordinary	100

All of the above companies have been consolidated in the group accounts. Seneca Search Limited has claimed exemption from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

#### 17. Debtors

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Trade debtors	1,119,746	1,081,526	1,119,746	1,075,726
Amounts owed by group undertakings	—	—	19,486	206,856
Prepayments and accrued income	123,965	85,744	123,965	84,924
Corporation tax repayable	—	6,940	—	6,940
Other debtors	137,772	—	137,772	—
	<b>1,381,483</b>	<b>1,174,210</b>	<b>1,400,969</b>	<b>1,374,446</b>

Trade debtors are subject to an invoice financing arrangement. Details of security are provided in the creditors note.

#### 18. Cash and cash equivalents

Cash and cash equivalents comprise the following:

	2020	2019
	£	£
Cash at bank and in hand	883,812	—
Bank overdrafts	—	(387,475)
	<b>883,812</b>	<b>(387,475)</b>

**19. Creditors: amounts falling due within one year**

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Bank loans and overdrafts	160,477	387,843	160,477	392,600
Trade creditors	183,496	191,837	183,496	187,306
Accruals and deferred income	141,182	184,196	126,791	182,346
Social security and other taxes	938,298	611,845	938,298	599,995
Obligations under finance leases and hire purchase contracts	4,441	4,441	4,441	4,441
Other creditors	24,499	49,161	24,499	48,525
	<u>1,452,393</u>	<u>1,429,323</u>	<u>1,438,002</u>	<u>1,415,213</u>

Bank loans and overdrafts are secured on the assets within the company.

Hire purchase agreements are secured against assets to which they relate.

**20. Creditors: amounts falling due after more than one year**

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Bank loans and overdrafts	1,040,000	–	1,040,000	–
Obligations under finance leases and hire purchase contracts	23,492	27,933	23,492	27,933
	<u>1,063,492</u>	<u>27,933</u>	<u>1,063,492</u>	<u>27,933</u>

Bank loans and overdrafts are secured on the assets within the company.

Hire purchase agreements are secured against assets to which they relate.

**21. Finance leases and hire purchase contracts**

The total future minimum lease payments under finance leases and hire purchase contracts are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Not later than 1 year	4,441	4,441	4,441	4,441
Later than 1 year and not later than 5 years	23,492	27,933	23,492	27,933
	<u>27,933</u>	<u>32,374</u>	<u>27,933</u>	<u>32,374</u>

**22. Provisions**

<b>Group and company</b>	<b>Deferred tax (note 23) £</b>
At 1 January 2020	66,792
Additions	( 26,159)
<b>At 31 December 2020</b>	<u><b>40,633</b></u>

### 23. Deferred tax

The deferred tax included in the statement of financial position is as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Included in provisions (note 22)	<b>40,633</b>	<b>66,792</b>	<b>40,633</b>	<b>66,792</b>

The deferred tax account consists of the tax effect of timing differences in respect of:

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Accelerated capital allowances	<b>40,633</b>	<b>66,792</b>	<b>40,633</b>	<b>66,792</b>

### 24. Employee benefits

#### Defined contribution plans

The amount recognised in profit or loss as an expense in relation to defined contribution plans was £ 94,836 (2019: £ 101,710 ).

### 25. Government grants

The amounts recognised in the financial statements for government grants are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Recognised in other operating income:				
Government grants recognised directly in income	<b>786,478</b>	<b>—</b>	<b>763,762</b>	<b>—</b>

**26. Called up share capital  
Issued, called up and fully paid**

	2020		2019	
	No.	£	No.	£
Founder shares of £ 0.01 each	2	—	2	—
Ordinary shares of £ 0.00001 each	1,140,000	11	1,140,000	11
Class B shares of £ 0.00001 each	380,000	4	380,000	4
Class C shares of £ 0.00001 each	30,000	—	50,000	1
	-----	----	-----	----
	1,550,002	16	1,570,002	16
	-----	----	-----	----

During the year the company repurchased 20,000 C Ordinary shares At the year end the company has the following shares in issue; 1,140,000 Ordinary shares with a nominal value of £0.00001. Total value in issue £0.02. 380,000 B Ordinary shares with a nominal value of £0.0001. Total value in issue £11.40. 30,000 C Ordinary shares with a nominal value of £0.0001. Total value in issue £0.30. 2 Founder shares with a nominal value of £0.02. Total value in issue £0.02. The holders of all shares are entitled to receive dividends as declared from time to time. The holders of Ordinary shares and B Ordinary shares are entitled to one vote per share at meetings of the company. All Ordinary shares rank equally with regard to the company's residual assets.



## 27. Reserves

Share premium account - This reserve records the amount above the nominal value received for shares sold, less transaction costs. Profit and loss account - This reserve records retained earnings and accumulated losses.

## 28. Analysis of changes in net debt

	At 1 Jan 2020	Cash flows	At 31 Dec 2020
	£	£	£
Cash at bank and in hand	—	883,812	883,812
Bank overdrafts	(387,475)	387,475	—
Debt due within one year	(4,809)	(160,109)	(164,918)
Debt due after one year	(27,933)	(1,035,559)	(1,063,492)
	.....	.....	.....
	( 420,217)	75,619	( 344,598)
	.....	.....	.....

## 29. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Not later than 1 year	224,504	229,550	224,504	229,550
Later than 1 year and not later than 5 years	827,563	1,236,306	827,563	1,236,306
	.....	.....	.....	.....
	1,052,067	1,465,856	1,052,067	1,465,856
	.....	.....	.....	.....

## 30. Directors' advances, credits and guarantees

The directors operate loan accounts with the group. The loan accounts were in credit throughout the year, no interest was charged and the loans are repayable on demand.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.