Registered Number: 06616950
England and Wales

Quality Solicitors Organisation Limited

Annual Report and Financial Statements

For the year ended 31 March 2018

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Quality Solicitors Organisation Limited
Company Information
For the year ended 31 March 2018

Director	Benjamin Greco Robert Matson
Company Secretary	Robert Matson
Registered Office	Grant Hall Parsons Green St. Ives Cambridgeshire England PE27 4AA
Registered Number	06616950 (England and Wales)
Independent Auditors	PricewaterhouseCoopers LLP Cornwall Court 19 Cornwall Street Birmingham B3 2DT
Bankers	Barclays Bank Plc Barclays House Dominus Way Meridian Business Park Leicester LE19 1RP

Quality Solicitors Organisation Limited
Strategic report
For the year ended 31 March 2018

The director presents the strategic report of Quality Solicitors Organisation Limited (the 'Company') for the year ended 31 March 2018.

Principal activity
The principal activity of the Company during the year was that of provision of marketing support services to a network of qualified solicitors.

Business review
Revenue for the year decreased by 21.2% or £284,328 to £1,058,091, as the Company experienced a decrease in network subscriptions volumes from the solicitor network. Gross margin for the year was 93.2% as compared to 94.7% last year.

Average staff numbers increased by 28.6% as the business consolidated and restructured the operational teams. Revenue per full time employee decreased to £117,566 (2017: £191,774). Net margins before exceptional items and tax decreased to 3.0% (2017: 3.1%) for the year.

The performance for the year resulted in loss before taxation of £2,410 (2017: profit of £16,010,450), predominantly due to an exceptional item being the release from an intercompany debt last year.

Total shareholders' deficit decreased by £183 from £713,475 to £713,292.

Key performance indicators
The Company reports on a number of Key Performance Indicators (KPIs) in its monthly management accounts, the main focus being on revenue, gross margin, net margin, overhead costs and revenue per full time employee.

In 2018 these KPIs were as follows (compared with 2017):

- Revenue of £1,058,091 (a decrease of 21.2%)
- Gross margin of 93.2% (2017: 94.7%)
- Net margin before tax and exceptional of 3.0% (2017: 3.1%)
- Administrative expenses of £963,122 (a decrease of 17.8%)
- Revenue per full time employee £117,566 (a decrease of 38.7%)

Principal risks and uncertainties
The Company recognises some of the main risks and uncertainties to be:

- Information technology (IT) – Service to our customers is heavily dependent upon the IT systems which support the business. The Company is exposed to the risk that the IT systems upon which it relies fail. The Company has appropriate controls in place to mitigate the risk of systems failure, including systems back up procedures and disaster recovery plans, and also has appropriate virus protection and network security controls.

Financial risk management objectives and policies

The Company's principal financial assets are cash and trade debtors. The credit risk associated with the cash is limited as the counterparties have high credit ratings assigned by international credit-rating agencies. The principal credit risk arises therefore from its trade debtors.

In order to manage credit risk the director sets limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed by the credit controller on a regular basis in conjunction with debt ageing and collection history.

Future Developments

The performance of the business has set a platform for future growth, in part due to the strong partnerships it has with its network of solicitors and the business development activities it undertakes. The Company is looking to build on this in the coming year and to continue to grow its market share.

This report was approved by the board and signed on its behalf by:

Robert Matson
Director
24 December 2018

Quality Solicitors Organisation Limited
Report of the Directors
For the year ended 31 March 2018

The directors of the Company presents the report and audited financial statements for the year ended 31 March 2018.

Principal activity
The principal activity of the Company is that of marketing legal services.

General information
The Company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is Grant Hall, Parsons Green, St Ives, Cambridgeshire, England, PE27 4AA.

FRS 101
The Company has applied Financial Reporting Standard 101, "Reduced Disclosure Framework" ("FRS 101"), in these financial statements.

Financial risk management objectives and policies
The Company's principal financial assets are cash and trade debtors. The credit risk associated with the cash is limited as the counterparties have high credit ratings assigned by international credit-rating agencies. The principal credit risk arises therefore from its trade debtors.

In order to manage credit risk the director sets limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed by the credit controller on a regular basis in conjunction with debt ageing and collection history.

Directors
The directors of the Company who were in office during the year and up to the date of signing the financial statements were:

Benjamin Greco
Daniel Knottenbelt (resigned 28 September 2017)
Nigel Berry (resigned on 2 February 2018)
Jean Michel Claude Bonnavion (appointed on 28 September 2017, resigned on 9 November 2017)
Robert Matson (appointed on 30 September 2018)

Directors' Qualifying Third Party Indemnity Provisions
The Company had qualifying third party indemnity provisions for the benefit of the director in force from the start of the financial year to the date of this Report, subject to the conditions set out in the Companies Act 2006. The Company has also put in place 'Directors & Officers Liability' insurance.

Company Secretary
The Company secretary of the Company in office during the year and up to the date of signing the financial statements were:

Nigel Berry (resigned on 11 June 2018)
Robert Matson (appointed on 30 September 2018)

Dividends
No dividends were declared or paid in the year (2017: none).

Quality Solicitors Organisation Limited
Report of the Directors
For the year ended 31 March 2018

Future developments
Refer to the strategic report for the future development of the company.

Going concern
The balance sheet at 31 March 2018 shows that the Company liabilities exceed assets by £713,292 (2017: £713,475). The directors have prepared cash flow projections and consider that the Company will continue to operate within the facilities as currently agreed.

The Company forms part of the Simplify Group for which going concern has been addressed as a group wide basis. The directors are satisfied that the Company is a going concern and further disclosure is included in the accounts of UKLS Acquisitions Limited. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

Statement of directors' responsibilities in respect of the financial statements
The directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for 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.

Quality Solicitors Organisation Limited
Report of the Directors
For the year ended 31 March 2018

Disclosure of information to auditors

Each of the persons who are director at the time when this Directors' Report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent Auditors

PricewaterhouseCoopers LLP offer themselves for reappointment as auditors in accordance with section 485 of the Companies Act 2006.

Small Company Provisions

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

Robert Matson
Director
24 December 2018

Independent auditors' report to the members of Quality Solicitors Organisation Limited

Report on the audit of the financial statements

Opinion

In our opinion, Quality Solicitors Organisation Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance sheet as at 31 March 2018; the Income statement, the Statement of comprehensive income, the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Report of the Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Independent auditors' report to the members of Quality Solicitors Organisation Limited (continued)

Strategic Report and Report of the Directors

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Report of the Directors for the year ended 31 March 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Report of the Directors.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements set out on page 5, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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 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 company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Neil Philpott (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Birmingham
24 December 2018

Quality Solicitors Organisation Limited
Income statement
For the year ended 31 March 2018

	Note	2018	2017
		£	£
Revenue	3	1,058,091	1,342,419
Cost of Sales		(72,335)	(70,869)
Gross profit		985,756	1,271,550
Exceptional administrative (expense)/income	4	(34,287)	15,968,781
Administrative expenses		(962,998)	(1,170,995)
Other operating income		9,119	-
Operating (loss)/profit		(2,410)	16,069,336
Finance income/(expense)		-	(58,886)
(Loss)/profit before taxation	5	(2,410)	16,010,450
Tax on (loss)/profit	7	2,593	(8,614)
Profit for the financial year		183	16,001,836

All the activities of the Company are classified as continuing.

Statement of comprehensive income
For the year ended 31 March 2018

	2018	2017
	£	£
Profit and total comprehensive income for the year	183	16,001,836

Quality Solicitors Organisation Limited
Balance sheet
As at 31 March 2018

	Note	2018	2017
		£	£
Fixed Assets			
Intangible Assets	8	**63,191**	57,052
Property, plant and equipment	9	**-**	-
		63,191	57,052
Current Assets			
Trade and other receivables	10	**96,768**	53,988
Cash and cash equivalents		**44,247**	70,950
		141,015	124,938
Creditors: amounts falling due within one year	11	**(912,691)**	(886,851)
Net Current Liabilities		**(771,676)**	(761,913)
Deferred tax liability	13	**(4,807)**	(8,614)
Net Liabilities		**(713,292)**	(713,475)
Equity			
Called up share capital	14	**9,998**	9,998
Share premium account		**346,002**	346,002
Accumulated losses		**(1,069,292)**	(1,069,475)
Total Shareholders' Deficit		**(713,292)**	(713,475)

The financial statements on pages 9 to 22 were approved by the director on 24 December 2018 and signed on its behalf by:

....
Robert Matson
Director
Registered Number: 06616950

Quality Solicitors Organisation Limited
Statement of changes in equity
For the year ended 31 March 2018

	Called up share capital	Share premium	Accumulated losses	Total shareholders' deficit
	£	£	£	£
Balance at 1 April 2016	9,998	346,002	(17,071,311)	(16,715,311)
Profit for the financial year	-	-	16,001,836	16,001,836
Other comprehensive expense	-	-	-	-
Total comprehensive income	-	-	16,001,836	16,001,836
Balance at 31 March 2017	9,998	346,002	(1,069,475)	(713,475)
Profit for the financial year	**-**	**-**	**183**	**183**
Other comprehensive expense	**-**	**-**	**-**	**-**
Total comprehensive income	**-**	**-**	**183**	**183**
Balance at 31 March 2018	**9,998**	**346,002**	**(1,069,292)**	**(713,292)**

Quality Solicitors Organisation Limited
Notes to the Financial Statements
For the year ended 31 March 2018

1. Accounting Policies

Basis of accounting and General information

The Company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is Grant Hall, Parsons Green, St Ives, Cambridgeshire, England, PE27 4AA.

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) and under the historical cost convention and the Companies Act 2006 as applicable to companies using FRS101.

The principal accounting policies are summarised below. They have been applied consistently throughout the period.

Financial information is presented for the year ended 31 March 2018

Exemptions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements:

- The following paragraphs of IAS 1, 'Presentation of financial statements':
  - 10(d), (statement of cash flows);
  - 38A (requirement for minimum of two primary statements, including cash flow statements);
  - 38B-D (additional comparative information);
  - 40A-D (requirements for a third statement of financial position;
  - 111 (cash flow statement information), and;
  - 134-136 (capital management disclosures
- Paragraph 38 of IAS 1 'Presentation of financial statements' comparative information requirements in respect of:
  - Paragraph 79 (a) (iv) of IAS 1;
  - Paragraph 73 (e) of IAS 16 Property, plant and equipment;
  - Paragraph 118 (e) of IAS 38 Intangible assets.
- IAS 7, 'Statement of cash flows';
- IFRS 7, 'Financial Instruments: Disclosures';
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation);
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group;
- IAS 8, 'Accounting policies, changes in accounting estimates and errors' paragraphs 30 - 31.

Revenue

Revenue comprises the fair value of consideration received or receivable by the Company for services provided, excluding VAT and trade discounts.

The Company recognises revenue at the time it provides the services, providing it is also probable that economic benefit will flow to the Company. Revenue in respect of membership fees is recognised over the subscription period to which contracted fee relates (usually one year). Other income is recognised when the Company becomes entitled to receive such income.

1. Accounting Policies (continued)

Intangible assets

Intangible assets are stated at cost. The patent held by the Company is regarded as having an indefinite useful life, as there is no foreseeable limit to the period over which the asset is expected to generate economic benefits. Own developed software and trademarks are amortised over the useful life of the assets, once they are fully commissioned by the business. Amortisation has been included within 'administrative expenses'.

Property, plant and equipment

Property, plant and equipment is stated at cost less depreciation and any provision for impairment. Depreciation is provided at rates calculated to write off the cost of the asset over their estimated useful life, on the following basis:

Fixtures and fittings:	Straight-line over three years
Office equipment:	Straight-line over three years
Computer equipment:	Straight-line over three years

Operating Leases

Rentals paid under operating leases are charged to the income statement on a straight-line basis over the period of the lease.

Financial instruments

Financial assets and financial liabilities are measured initially at fair value plus transaction costs, except for financial assets and financial liabilities carried at fair value through profit or loss, which are measured initially at fair value. Financial assets and financial liabilities are measured subsequently as described below.

Financial assets

For the purpose of subsequent measurement, financial assets are classified as loans and receivables upon initial recognition and are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial.

All financial assets are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired.

Financial liabilities

Financial liabilities are comprised of trade and other payables and are measured subsequently at amortised cost using the effective interest method.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

1. Accounting Policies (continued)

Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all temporary differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted by the end of the reporting period. Deferred tax liabilities are always provided for in full.

Deferred tax assets are recognised to the extent that it is probable that they will be able to be utilised against future taxable income.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

Going Concern

The balance sheet at 31 March 2018 shows that the Company liabilities exceed assets by £713,292 (2017: £713,475). The director has prepared cash flow projections and consider that the Company will continue to operate within the facilities as currently agreed.

The Company forms part of the Simplify Group for which going concern has been addressed as a group wide basis. The directors are satisfied that the Company is a going concern and further disclosure is included in the accounts of UKLS Acquisitions Limited. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

Exceptional items

Exceptional items are disclosed separately in the financial statements where it is necessary to do so in order to provide further clarity and understanding of the financial performance of the Company. They are material items of income and expense that have been shown separately due to the significance of their nature or amount.

1. **Accounting Policies (continued)**
New standards, amendments and interpretations

Amendments to IAS 7, Statement of cash flows on disclosure initiative (effective for annual periods beginning on or after 1 January 2017)

Amendments to IAS 12, 'Income taxes' on Recognition of deferred tax assets for unrealised losses (effective for annual periods beginning on or after 1 January 2017)

Annual improvements 2014–2016 – IFRS 12, 'Disclosure of interests in other entities' regarding clarification of the scope of the standard (effective for annual periods beginning on or after 1 January 2017)

New standards, amendments and interpretations not yet adopted
The adoption of both IFRS 9 and IFRS 16 will impact both the measurements and disclosures of financial instruments and operating leases respectively. IFRS 15 will impact both the measurements and disclosures of revenue recognition. Beyond the information above, it is not practicable to provide a reasonable estimate of the effect of IFRS 15 until a detailed review has been completed. The other standards and interpretations are not expected to have any significant impact on the financial statements when applied.

The following new standards, new interpretations and amendments to standards and interpretations have been issued but are not effective for the financial year beginning 1 April 2018 and have not been early adopted:

Amendments to IFRS 2, 'Share based payments', on clarifying how to account for certain types of share-based payment transactions (effective 1 January 2018)
IFRS 9 'Financial instruments'
Amendment to IFRS 9, Financial instruments', on prepayment features with negative compensation
Amendments to IFRS 4, 'Insurance contracts' regarding the implementation of IFRS 9, 'Financial instruments'

IFRS 15 'Revenue from contracts with customers'

Amendment to IFRS 15, 'Revenue from contracts with customers'

Amendment to IAS 40, 'Investment property' relating to transfers of investment property

Amendments to IAS 28 'Investments in associates', on long term interests in associates and joint ventures

Amendments to IAS 19, 'Employee benefits' on plan amendment, curtailment or settlement'

IFRS 16 'Leases'

IFRS 17, 'Insurance contracts'

IFRIC 22, 'Foreign currency transactions and advance consideration'

1. Accounting Policies (continued)

New standards, amendments and interpretations not yet adopted (continued)

IFRIC 23, 'Uncertainty over income tax treatments'

Annual improvements 2015–2017:

- *IFRS 3, 'Business combinations',* – a company remeasures its previously held interest in a joint operation when it obtains control of the business.
- *IFRS 11, 'Joint arrangements',* – a company does not remeasure its previously held interest in a joint operation when it obtains joint control of the business.
- *IAS 12, 'Income taxes'* – a company accounts for all income tax consequences of dividend payments in the same way.
- *IAS 23, 'Borrowing costs'* – a company treats as part of general borrowings any borrowing originally made to develop an asset when the asset is ready for its intended use or sale.

The adoption of both IFRS 9 and IFRS 16 will impact both the measurements and disclosures of financial instruments and operating leases respectively. IFRS 15 will impact both the measurements and disclosures of revenue recognition. Beyond the information above, it is not practicable to provide a reasonable estimate of the effect of IFRS 15 until a detailed review has been completed. The other standards and interpretations are not expected to have any significant impact on the financial statements when applied.

2. Critical accounting estimates and judgements

The preparation of the financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

Management has not made any judgements, estimates or assumptions in preparing these financial statements that materially affects the application of policies or the reported amounts of assets, liabilities, income or expenses.

3. Revenue

All of the Company's revenue is from the provision of services and is generated in the United Kingdom.

4. Exceptional administrative (expense)/income

	2018	2017
	£	£
Exceptional income	-	16,222,126
Exceptional costs	**(34,287)**	(253,345)
	(34,287)	15,968,781

During the year, the management decided that group costs should be recharged across group companies rather than borne by the Company's co-subsidiary, Partners In Property (UK) Limited. This has been charged to exceptional costs which results to a decrease in net profit for the year amounting to £33,789.

During the year, the Company had to pay some closure costs relating to the Leicester office amounting to £498. These have mostly been accrued for in the prior year. Exceptional income in the prior year related to the write-off of an intercompany debt and exceptional costs to redundancies, and lease related provisions.

5. Profit before Taxation

This is stated after charging/(crediting):

	2018	2017
	£	£
Fees payable to the Company's auditors for the audit of the Company's annual financial statements	**18,250**	15,625
Fees payable to the Company's auditors for taxation services	**5,110**	4,925
Depreciation of tangible fixed assets	-	6,371
Operating lease costs		
Plant and machinery	-	1,481
Exceptional expense/(income)	**34,287**	(15,968,781)

The exceptional income relates to the forgiveness of an intercompany loan balance by the Company.

6. Employees and director

The average monthly number of persons, including executive director employed by the Company during the year and the previous year was:

	2018	2017
	No.	No.
Sales	1	1
Administration	5	4
Marketing	3	2
Total	9	7

Their aggregate remuneration for the year was:

	2018	2017
	£	£
Salaries	322,239	257,071
Social security costs	26,835	36,606
Pensions	4,768	7,019
Total	353,842	300,696

Directors' and key management personnel remuneration:

	2018	2017
	£	£
Salaries	-	155,140
Social security costs	-	19,166
Pensions	-	1,241
Total	-	175,547

Directors' remuneration is paid by a related party subsidiary company.

7. Tax on (loss) / profit

	2018	2017
	£	£
Current tax		
Adjustment in respect of prior years	1,214	-
Total current tax	1,214	-
Deferred tax		
Current year	(2,943)	10,358
Adjustment in respect of previous periods	(1,214)	(122)
Effect of changes in tax rates	350	(1,622)
Total deferred tax	(3,807)	8,614
Tax per income statement	(2,593)	8,614

The tax assessed for the year is lower (year ended 31 March 2017: lower) than the standard rate of corporation tax in the UK of 19% (year ended 31 March 2017: 20%). The differences between the current tax shown above and the amount calculated by applying the standard rate of UK Corporation tax to the (loss) / profit on ordinary activities before taxation:

	2018	2017
	£	£
(Loss)/profit for the financial year – continuing operations	(2,410)	16,010,450
Tax on (loss)/profit at standard UK tax rate of 19% (2017: 20%)	(458)	3,202,090
Effects of:		
Expenses not deductible for tax purposes	368	-
Tax rate changes	350	-
Utilisation of amounts previously unrecognised	(2,853)	-
Deferred tax amounts not recognised	-	(12,282)
Income not taxable	-	(3,222,932)
Group relief not paid for	-	41,738
Unrecognised deferred tax	-	-
Tax charge for the year	(2,593)	8,614
Unrecognised deferred tax:		
Fixed Assets	(16,289)	(13,357)
Unused tax losses	(2,619,955)	(2,622,508)
	(2,636,244)	(2,635,865)

8. Intangible assets

	Own developed software & trademarks	Patents	Total
	£	£	£
Cost			
At 1 April 2017	56,052	1,000	57,052
Additions	23,655	-	23,655
At 31 March 2018	**79,707**	**1,000**	**80,707**
Accumulated Amortisation			
At 1 April 2017	-	-	-
Amortisation charge	(17,516)	-	**(17,516)**
At 31 March 2018	**(17,516)**	-	**(17,516)**
Net book value			
At 31 March 2018	**62,191**	**1,000**	**63,191**
At 31 March 2017	56,052	1,000	57,052

9. Property, plant and equipment

	Fixtures and fittings	Office Equipment	Computer Equipment	Total
	£	£	£	£
Cost				
At 1 April 2017	2,395	2,703	7,780	12,878
Additions	-	-	-	-
Disposals	(2,395)	(2,703)	(7,780)	(12,878)
At 31 March 2018	-	-	-	-
Accumulated Depreciation				
At 1 April 2017	(2,395)	(2,703)	(7,780)	(12,878)
Charge for the year	-	-	-	-
Disposals	2,395	2,703	7,780	12,878
At 31 March 2018	-	-	-	-
Net book value				
At 31 March 2018	-	-	-	-
At 31 March 2017	-	-	-	-

10. Trade and other receivables

	2018	2017
	£	£
Trade receivables	**40,931**	9,104
Other receivables	**27,908**	35,389
Amounts due from group undertakings	**27,929**	9,495
	96,768	53,988

11. Creditors: Amounts falling due within one year

	2018	2017
	£	£
Trade creditors	**42,480**	108,099
Amounts owed to group undertakings	**732,751**	558,615
Other creditors	**130,317**	13,779
Taxation and social security	**7,143**	206,358
	912,691	886,851

All amounts owed to group undertakings are unsecured, have no fixed date of repayment and are repayable on demand.

12. Operating Lease Commitments

The Company had the following future minimum lease payments under non-cancellable operating leases for each of the following periods:

	2018	2017
	£	£
One year	-	28,744
Two to five years	-	-
Total	-	28,744

13. Deferred tax liability

	2018	2017
	£	£
Opening balance at 1 April 2017	**8,614**	-
Adjustment in respect of prior years	**(1,214)**	(122)
Deferred tax charge to Income Statement for the period	**(2,593)**	8,736
Provision at the end of the year	**4,807**	8,614

14. Called up share capital

	2018	2017
	£	£
Allotted, called up and fully paid		
Ordinary shares of £1 each	**9,998**	9,998

15. Related parties

There were no disclosable related party transactions in the year ended 31 March 2018.

16. Ultimate parent undertaking and controlling party

The immediate parent undertaking is Move With Us Limited.

The ultimate controlling party is the Palamon Auxiliary Partnership 2013 fund, managed by Palamon Capital Partners LP, which owns the majority of the shares in the ultimate parent company.

UKLS Topco Limited, a company registered in Jersey, is the parent undertaking of the largest group which prepares publicly available consolidated financial statements. Copies of the consolidated financial statements may be obtained by written request to the Company Secretary at Grant Hall, Parsons Green, St. Ives, Cambridgeshire, PE27 4AA.

UKLS Acquisitions Limited is the parent undertaking of the smallest group which prepares publicly available consolidated financial statements. Copies of the consolidated financial statements may be obtained from Companies House.

17. Contingencies and commitments

An intermediate parent company, UKLS Acquisitions Limited, holds three loan facilities with HSBC plc. As part of the loan agreement, HSBC plc holds security over the assets of UKLS Acquisitions Limited, as well as those assets held within certain direct and indirect subsidiaries, including those held by the Company.