

CLM Safety Limited

**Annual report
for the year ended 30 June 2021**

Registered no: 06805655

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CLM Safety Limited

Annual report for the year ended 30 June 2021

	Page
Directors and advisors	1
Strategic report	2
Directors' report	4
Independent auditors' report to the members of CLM Safety Limited	7
Income statement	11
Statement of financial position	12
Statement of changes in equity	13
Notes to the financial statements	14

CLM Safety Limited

1

Directors and advisors

Directors

M E S Brabin	(appointed 24 February 2021)
C J Thomas	
D J B Taylor-Smith	(resigned on 23 February 2021)

Secretary and registered office

D Finlayson
PHS Group
Block B
Western Industrial Estate
CAERPHILLY
CF83 1XH

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
One Kingsway
CARDIFF
CF10 3PW

Solicitors

Blake Morgan LLP
One Central Square
CARDIFF
CF10 1FS

**Strategic report
for the year ended 30 June 2021**

The Directors present their strategic report of the Company for the year ended 30 June 2021. The Company was dormant in the prior year and so the comparative figures are unaudited.

Business overview

The profit for the financial year was £0.1m (2020: £nil). Net assets at 30 June 2021 totalled less than £0.1m (2020: £0.1m liabilities).

Principal risks and uncertainties

The Company is managed as part of a group of companies whose parent company is PHS Bidco Limited, an undertaking incorporated in the United Kingdom and of which the Company is a wholly owned subsidiary.

The principal risks and uncertainties of the Company are integrated into the principal risks and uncertainties of the group and are not managed separately.

Key performance indicators

The Company is managed as part of a group of companies whose parent company is PHS Bidco Limited, an undertaking incorporated in the United Kingdom and of which the Company is a wholly owned subsidiary. As the company is a holding company there are no key performance indicators as such.

Section 172(1) statement

Section 172 of the Companies Act 2006 requires a director of a company to act in the way he or she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing this, Section 172 requires a director to have regard, amongst other matters, to the:

- Likely consequences of any decision in the long-term;
- The interests of the Company's employees;
- Need to foster the company's business relationships with suppliers, customer and others;
- Impact of the Company's operations on the community and environment;
- Desirability of the Company maintaining a reputation for high standards of business conduct; and
- Need to act fairly between members of the Company.

To discharge their Section 172 duties the Company's Directors had regard to the factors set out above in making the principal decisions taken by the Company.

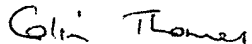
The Company's key stakeholder is a parent company, PHS Bidco Limited. The Company's Directors believe that, individually and together, they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, having regard to the stakeholders and matter set out in s172(1)(a-f) of the Companies Act 2006 in the decisions taken during the period ended 30 June 2021.

**Strategic report
for the year ended 30 June 2021 (continued)****Section 172(1) statement (continued)**

From the perspective of the Company's Directors, as a result of the PHS Bidco Limited governance structure, the PHS Bidco Limited Board of Directors has taken the lead in carrying out the duties of a board in respect of the Company's other stakeholders. The Company's Directors have also considered relevant matters where appropriate to the Company through as hoc board meetings. As the Company is an intermediate holding company and has no employees, consideration of the business relationships with the Company's wider stakeholders, the impact of the Company's operations on the environment and communities in which it operates; and the Company's compliance in relation to safeguarding of human rights and community relationships is not applicable.

PHS has a unique culture that has been built up over 50 years and, as the business has evolved, our culture and values have evolved with it. The Company embodies and demonstrates the desired culture of the PHS group to maintain a reputation for high standards of business conduct through the adoption of the group's policies which ensures that the Company embodies the philosophy to act with integrity and is trusted to deliver excellence.

Approved and signed on behalf of the Board



C J Thomas
Director
30 March 2022

**Directors' report
for the year ended 30 June 2021**

The Directors present their report and the audited financial statements for the year ended 30 June 2021.

Principal activities

CLM Safety Limited is an intermediate holding company of a group whose principal activity is the provision of workplace services.

Results and dividends

The profit for the financial year amounted to £0.1m (2020: £nil).

The Directors do not recommend the payment of a final dividend for the year (2020: £nil). No dividends were paid during the year (2020: £nil).

Directors

The directors who served during the year and up to the date of approval of the financial statements (unless otherwise stated) were:

M E S Brabin	(appointed 24 February 2021)
C J Thomas	
D J B Taylor-Smith	(resigned on 23 February 2021)

Future developments

It is anticipated that the role of the Company within the group will remain unchanged into the foreseeable future.

Financial risk management

The financial structure of the Company is linked to the group as there are no external borrowings and the company does not trade. There is a group-wide risk management programme in place which sets out the financial risk management policies which are also relevant to the Company.

Going concern

In determining whether the Company's financial statements can be prepared on a going concern basis, the Directors considered the Company's business activities together with factors likely to affect its performance and financial position. The factors included the likely impact of Covid-19.

The ultimate parent company, The Bidvest Group Limited, has provided support to the PHS Group and this support will be available for the foreseeable future, being at least 12 months from the date of these financial statements.

The Directors have concluded with regard to the most recent projections available that the Company will have available sufficient funding to enable it to continue as a going concern and meet its liabilities as they fall due for the foreseeable future.

**Directors' report
for the year ended 30 June 2021 (continued)****Directors' responsibilities statement**

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 year. In preparing the financial statements, the directors are 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.

Qualifying third party indemnity provisions

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

Disclosure of information to auditors

Each of the persons who are directors 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.

**Directors' report
for the year ended 30 June 2021 (continued)**

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Approved and signed on behalf of the Board

A handwritten signature in black ink, appearing to read 'C J Thomas'.

**C J Thomas
Director
30 March 2022**

Independent auditors' report to the members of CLM Safety Limited**Report on the audit of the financial statements****Opinion**

In our opinion, CLM Safety Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2021 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, which comprise: the Statement of financial position as at 30 June 2021; the Income statement and 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

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 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. 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.

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

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

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 on, 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.

**Independent auditors' report to the members of CLM Safety Limited
(continued)**

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

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 June 2021 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 Directors' report.

Responsibilities for the financial statements and the audit**Responsibilities of the directors for the financial statements**

As explained more fully in the Directors' responsibilities statement, 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.

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.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation and the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to fraudulent transactions designed to overstate the performance or position of the company. Audit procedures performed by the engagement team included:

- Enquiry with management and consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- Review of minutes of meetings of those charged with governance; and
- Identifying and testing journal entries that are considered to exhibit higher fraud risks.

**Independent auditors' report to the members of CLM Safety Limited
(continued)**

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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 obtained 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.

Other matter

The financial statements for the period ended 30 June 2020, forming the corresponding figures of the financial statements for the year ended 30 June 2021, are unaudited.



Jonathan Bound (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Cardiff
30 March 2022

**Income statement
for the year ended 30 June 2021**

	Note	Year ended 30 June 2021 £	Period ended 30 June 2020 £
Operating charges	6	(4,977,681)	-
Operating loss		(4,977,681)	-
Income from subsidiary		5,045,242	-
Profit before taxation		67,561	-
Tax on profit	7	-	-
Profit for the financial year/period		67,561	-

All results are in respect of continuing operations.

There is no other comprehensive income for the year or the prior period.

**Statement of financial position
as at 30 June 2021**

	Note	30 June 2021 £	30 June 2020 £
Fixed assets			
Investments	8	<u>2</u>	<u>2</u>
		2	2
Creditors: amounts falling due within one year	9	-	(67,561)
Net current liabilities		<u>-</u>	<u>(67,561)</u>
Net assets /(liabilities)		<u>2</u>	<u>(67,559)</u>
Capital and reserves			
Called up share capital	10	2	2
Profit and loss account	11	<u>-</u>	<u>(67,561)</u>
Total shareholders' funds / (deficit)		<u>2</u>	<u>(67,559)</u>

The financial statements were approved and authorised for issue by the Board of Directors on 30 March 2022 and were signed on its behalf by:

CJ Thomas

C J Thomas
Director

The notes on pages 13 to 18 form part of these financial statements.

Statement of changes in equity

	Called up share capital £	Profit and loss account £	Total shareholders' (deficit)/ funds £
For the year ended 30 June 2021			
At 1 July 2020	2	(67,561)	(67,559)
Comprehensive income for the year			
Profit for the financial year	-	67,561	67,561
Total comprehensive income for the year	-	67,561	67,561
At 30 June 2021	2	-	2

	Called up share capital £	Profit and loss account £	Total shareholders' deficit £
For the period ended 30 June 2020			
At 1 April 2019	2	(67,561)	(67,559)
Comprehensive expense for the period			
Result for the financial period	-	-	-
Total comprehensive expense for the period	-	-	-
At 30 June 2020	2	(67,561)	(67,559)

**Notes to the financial statements
for the year ended 30 June 2021****1. General information**

CLM Safety Limited is an intermediate holding company of a group whose principal activity is the provision of workplace services.

The Company is a private company limited by shares and is incorporated and domiciled in England & Wales with a registered number of 02897169. The address of its registered office is PHS Group, Block B, Western Industrial Estate, Caerphilly, CF83 1XH.

2. Principal accounting policies**Basis of preparation**

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101) and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied consistently.

Consolidated financial statements

The Company is exempt from the preparation of consolidated financial statements by virtue of Section 400 of the Companies Act 2006. These financial statements present information about the Company as an individual undertaking and not about its Group.

Financial reporting standard 101 – reduced disclosure exemptions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, 'Financial instruments, Disclosures';
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities);
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(f) (a statement of financial position as at the beginning of the receding year when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements); and
 - 40A-D (requirements for a third statement of financial position)

Notes to the financial statements for the year ended 30 June 2021 (continued)

2. Principal accounting policies (continued)

Financial reporting standard 101 – reduced disclosure exemptions (continued)

- Paragraph 38 of IAS 1, 'Presentation of financial statements' – comparative information requirements in respect of:
 - iii. Paragraph 79(a)(iv) of IAS 1;
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d) (statement of cash flows);
 - 16(statement of compliance with all IFRS);
 - 38A(requirement for minimum of two primary statements, including cash flow statements);
 - 38B–D (additional comparative information);
 - 111(statement of cash flows information); and
 - 134–136 (capital management disclosures);
- IAS 7, 'Statement of cash flows' Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
- 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; and
- Paragraphs 130(f)(ii), 130(F)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, 'Impairment of assets' (disclosures when the recoverable amount is fair value less costs of disposal, assumptions involved in estimating recoverable amounts of cash-generating units containing goodwill or intangible assets with indefinite useful lives, and management's approach to determining these amounts).

This information is included in the consolidated financial statements of The Bidvest Group Limited as at 30 June 2021 and these financial statements may be obtained from the group's offices at Bidvest House, 18 Crescent Drive, Melrose Arch, Melrose, Johannesburg, 2196, South Africa.

New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2021 and have not been early adopted by the Company. These standards are not expected to have a material impact on the entity in the current or future reporting years and on foreseeable future transactions.

Going concern

In determining whether the Company's financial statements can be prepared on a going concern basis, the Directors considered the Company's business activities together with factors likely to affect its performance and financial position. The factors included the likely impact of Covid-19.

The ultimate parent undertaking, The Bidvest Group Limited, has provided support to the PHS Group and this support will be available for the foreseeable future, being at least 12 months from the date of these financial statements.

The Directors have concluded with regard to the most recent projections available that the Company will have available sufficient funding to enable it to continue as a going concern and meet its liabilities as they fall due for the foreseeable future.

**Notes to the financial statements
for the year ended 30 June 2021 (continued)****2. Principal accounting policies (continued)****Valuation of investments**

Investments held as fixed assets are stated at cost less provision for any impairment in value. Provision for impairment is recognised where the carrying value of the investment is lower than the higher of the net realisable value and value in use. The value in use is calculated using cash flow projections based on financial budgets approved by the Board covering a one-year year. Cash flows are extrapolated using an estimated long-term growth rate. The growth rate is based on the average long-term growth rate predicted across the relevant sectors and countries in which the business operates.

Trade and other receivables

Trade and other receivables consist of loans made to group undertakings. The loans are classed as financial assets and are subject to IFRS 9's expected credit loss model.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all amounts due from group undertakings.

To measure the expected credit losses, amounts owed by group undertakings are grouped based on shared credit risk characteristics and the ageing profile of receivables.

Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Financial instruments

The Company enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting year for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Income statement.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the financial statements for the year ended 30 June 2021 (continued)

2. Principal accounting policies (continued)

Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Finance costs

Finance costs are charged to the Income statement over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Interest income

Interest income is recognised in the Income statement using the effective interest method.

3. Judgments in applying accounting policies and key sources of estimation

The Company makes judgments and estimates concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. In the opinion of the Directors, there are no judgments or estimates that have a risk of causing a material adjustment to the carrying value of assets and liabilities within the next financial year.

4. Auditors' remuneration

The audit fee is borne by Personnel Hygiene Services Limited, a subsidiary, which makes no recharge to the Company (2020: £nil).

5. Directors and employees

No persons other than the Directors were employed during the year (2020: nil). The emoluments of D J B Taylor-Smith, M E S Brabin and C J Thomas are borne by Personnel Hygiene Services Limited, which makes no recharge to the Company (2020: £nil). D J B Taylor-Smith, M E S Brabin and C J Thomas served as directors of a parent company, Personnel Hygiene Services Limited, during the year and a number of fellow subsidiaries and it is not possible to make an accurate apportionment of their emoluments for each of the subsidiaries. Accordingly, no emoluments are included in these financial statements. The total emoluments of the directors are disclosed in the financial statements of Personnel Hygiene Services Limited.

6. Operating Charges

	2021 £	2020 £
Intercompany loan waiver	<u>4,977,681</u>	<u>-</u>

Notes to the financial statements for the year ended 30 June 2021 (continued)

7. Tax on profit

Factors affecting the tax charge for the period

The tax assessed for year varies from (2020: same as) the standard rate of corporation tax in the UK. The differences are explained below:

	2021 £	2020 £
Profit before taxation	67,561	-
Profit before taxation multiplied by the standard rate of corporation tax in the UK of 19% (2020: 19%)	12,837	-
Effects of:		
Expenses not deductible for tax purposes	945,759	-
Income not chargeable for tax purposes	(958,596)	-
Total tax charge for the period	-	-

8. Investments

	£
Cost and net book value	
At 1 July 2020 and 30 June 2021	2

There were no movements in the balance of investments during the period from 1 April 2019 to 30 June 2020.

The company's wholly owned subsidiary is PHS Compliance Limited. For the year ended 30 June 2021, PHS Compliance Limited generated a post-tax profit of £2.8m (2020: profit £2.2m). At 30 June 2021, PHS Compliance Limited had net assets amounting to £6.9m (2020: £9.0m).

9. Creditors: amounts falling due within one year

	2021 £	2020 £
Amounts owed to group undertakings	-	67,561

During the period, PHS Bidco Limited and its subsidiaries sought to simplify the amounts owed to and from group members by carrying out various share issues, loan waivers and loan transfers of relevant parties. The balance of the amounts owed to group undertakings has been impacted by this exercise.

10. Called up share capital

	2021 £	2020 £
Authorised, allotted, issued and fully paid:		
2 (30 June 2020: 2) ordinary shares of £1 each	2	2

**Notes to the financial statements
for the year ended 30 June 2021 (continued)****11. Profit and loss account**

The profit and loss account represents the accumulated profits, losses and distributions of the Company.

12. Capital commitments and contingent liabilities

The Company had no capital commitments at 30 June 2021 (2020: £nil).

13. Ultimate parent company and controlling party

The immediate parent Epsilon Test Services, an undertaking incorporated in the United Kingdom. The ultimate parent undertaking and controlling party is The Bidvest Group Limited, an undertaking incorporated and operating in South Africa.

The parent company of the smallest and largest group at which the Company's financial statements are consolidated is The Bidvest Group Limited and their financial statements may be obtained from the group's offices at Bidvest House, 18 Crescent Drive, Melrose Arch, Melrose, Johannesburg, 2196, South Africa.

14. Subsidiary undertakings

The company owns indirectly 100% of the ordinary share capital of PHS Compliance Limited whose country of incorporation is the UK and the registered office is Block B, Western Industrial Estate, Caerphilly, CF83 1XH.