Financial Statements
Autoclenz Holdings Limited

For the year ended 31 December 2015

Registered number: 09589996

Company Information

Directors	Mr Grahame Rummery Mr Trevor Clingo Mr Deryck Worrall Mr Martin Ward Mr Adam Reynolds Mr Paul Foulger
Company secretary	Mr Trevor Clingo
Registered number	09589996
Registered office	Stanhope Road Swadlincote Derbyshire DE11 9BE
Independent auditors	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Regent House 80 Regent Road Leicester LE1 7NH

Autoclenz Holdings Limited
Registered number:09589996

Contents

Autoclenz Holdings Limited
Registered number:09589996

Group strategic report

For the year ended 31 December 2015

Principal activities

The principal activities of the Group during the year were that of automotive services and specialist cleaning services. Automotive services includes valeting, collection and delivery services and small area repair technology. Specialist cleaning services provides a deep cleaning service to the public sector and private clients.

The principal activity of the Company is that of a holding company.

Group reorganisation

Autoclenz Holdings Limited was incorporated on 13 May 2015 and acquired 100% of the shareholding in Autoclenz Group Limited on 19 June 2015 as part of a group reorganisation. The Group has chosen to adopt a policy of merger accounting.

The reorganisation took place in order to seperate the React business from the Autoclenz business. The React business compromises the React trade and assets in specialist cleaning services. The remainder of the business constitutes the trade and assets in relation to valeting, collection and delivery services and small area repair technology.

The scheme of reorganisation involved a capital reduction demerger under which the React business was demerged into a new corporate group with the same ultimate shareholders and share holdings. The valeting, collection and delivery services business continues to be carried out by the Autoclenz Group.

Business review

Turnover from continuing operations increased by 4.6% in 2015 and operating profit by 19.3%. A good performance in a very competitive market place. The overall profit before tax boosted by the £1.5 million profit from the sale of the specialist cleaning "React" business. A move which should enable Autoclenz management to focus on growing turnover and profit in the core automotive sector and React to get more focus and increased investment from new dedicated management.

Future prospects

Autoclenz, although not immune to the economic conditions surrounding it, has through its diversity of offering tight control of costs been able to maintain stability of sales and profits. As 2015 evolves an ever increasing percentage of Autoclenz customers will receive a multi service offering rather than just valeting. This will enable Autoclenz to give a very cost effective service to their customer and reduce customer churn.

Key performance indicators

Key performance indicators are used by the Board and Senior Management to monitor progress on a monthly basis. The major key performance indicators for the year ended 31 December 2015 were:

	2015	**2014**
Customer gains	£4.4m	£7.0m
Gross margin	20.4%	20.6%

The key performance indicators and the targets continue to be monitored for their relevance in a changing market.

Group strategic report (continued)

For the year ended 31 December 2015

Principal risks and uncertainties

There are a number of risks and uncertainties that could impact the Group's long-term performance. The Board has a process to identify, manage and mitigate risk. Periodically the Board and Senior Management of the Group review those risks and devise actions to mitigate the risk of failing to meet business objectives.

Principal Risks	Example of Mitigating Action
Self Employed Status of Valeters	Management training, continuing process audits, review of practices to ensure self-employed measures are clear and specialist advice of independent experts.
Competition and low barriers to entry	Strong long term relationships at many levels between the customers and Autoclenz. Comprehensive Customer Care Management. Technological innovation at customer premises. Signed contracts.

This report was approved by the board on 30 August 2016 and signed on its behalf.

Mr Trevor Clingo
Secretary

Directors' report
For the year ended 31 December 2015

The directors present their report and the financial statements for the year ended 31 December 2015.

Results

The profit for the year, after taxation, amounted to £2,681,000 (2014 - £1,045,000).

Financial risk management objectives and policies

The Group uses various financial instruments: these include loans (bank and other), hire purchase and similar agreements, cash and various items such as trade debtors and creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations. The main risks arising from the Group's financial instruments are liquidity risk and interest rate risk. The directors review and agree policies for managing each of these risks and they are summarised below. These policies have remained unchanged from previous years.

Liquidity risk
The Group seeks to manage liquidity risk by ensuring sufficient liquidity is available to meet foreseeable needs and by investing cash assets safely and profitably. Short-term flexibility is achieved by overdraft and similar facilities.

Interest rate risk
The Group finances its operations through a mixture of retained profits and bank and hire purchase borrowings. The Group's exposure to interest rate fluctuations on its borrowings is managed by the use of both fixed and floating facilities.

Directors

The directors who served during the year were:

Mr Grahame Rummery
Mr Trevor Clingo
Mr Deryck Worrall
Mr Martin Ward
Mr Adam Reynolds
Mr Paul Foulger

Charitable donations

The Group made charitable donations of £1,962 during the year (2014: £840).

Going concern

The Group meets its day to day working capital requirements through an invoice financing facility. Initially for a period of 2 years ending 22 November 2014 and now renewed on a rolling 3 month contract.

The Group has forecasts and projections for the 12 months from the date of signing this report, that indicate that the company will operate within these facilities throughout the period.

After making enquiries, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the Annual Financial Statements.

Directors' report
For the year ended 31 December 2015

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the Group and of the profit or loss of the Group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group financial statements and then apply them consistently;
- make judgments 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 Group 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 the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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 and the Group'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 and the Group's auditors are aware of that information.

Directors' report

For the year ended 31 December 2015

Auditors

Under section 487(2) of the Companies Act 2006, Grant Thornton UK LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on 30 August 2016 and signed on its behalf.

Mr Trevor Clingo
Secretary

Independent auditors' report to the members of Autoclenz Holdings Limited

We have audited the financial statements of Autoclenz Holdings Limited for the year ended 31 December 2015, which comprise the consolidated profit and loss account, the consolidated and company balance sheets, the consolidated and company statement of changes in equity, the consolidated statement of cash flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors
As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements
A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements
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 2015 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006
In our opinion the information given in the Group strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Grant Thornton

Independent auditors' report to the members of Autoclenz Holdings Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept 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.

Grant Thornton UK LLP

Thomas Copson (Senior Statutory Auditor)
for and on behalf of
Grant Thornton UK LLP
Statutory Auditor
Chartered Accountants
East Midlands

1 September 2016

Autoclenz Holdings Limited
Registered number:09589996

Consolidated profit and loss account

For the year ended 31 December 2015

	Note	Continuing operations 2015 £000	Discontin'd operations 2015 £000	Total 2015 £000	Continuing operations 2014 £000	Discontinued operations 2014 £000	Total 2014 £000
Turnover	3	34,893	804	35,697	33,357	1,560	34,917
Cost of sales		(28,677)	(451)	(29,128)	(27,319)	(516)	(27,835)
Gross profit		6,216	353	6,569	6,038	1,044	7,082
Distribution costs		(595)	-	(595)	-	-	-
Administrative expenses		(4,102)	(242)	(4,344)	(4,765)	(787)	(5,552)
Operating profit	4	1,519	111	1,630	1,273	257	1,530
Profit on sale of trade		1,500	-	1,500	-	-	-
Interest payable		(56)	-	(56)	(110)	-	(110)
Profit before tax		2,963	111	3,074	1,163	257	1,420
Tax on profit	8	(371)	(22)	(393)	(324)	(51)	(375)
Profit for the year		2,592	89	2,681	839	206	1,045

There were no recognised gains and losses for 2015 or 2014 other than those included in the consolidated profit and loss account.

The notes on pages 14 to 29 form part of these financial statements.

Consolidated balance sheet

As at 31 December 2015

	Note		2015 £000		2014 £000
Fixed assets					
Intangible assets	10		**1,251**		1,525
Tangible assets	12		**472**		515
			1,723		2,040
Current assets					
Debtors: amounts falling due within one year	14	**5,413**		5,276	
Cash at bank and in hand	15	**669**		635	
		6,082		5,911	
Creditors: amounts falling due within one year	16	**(4,953)**		(5,535)	
Net current assets			**1,129**		376
Total assets less current liabilities			**2,852**		2,416
Net assets			**2,852**		2,416
Capital and reserves					
Called up share capital	19		**125**		125
Other reserves	20		**375**		375
Profit and loss account	20		**2,352**		1,916
			2,852		2,416

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 August 2016.

Mr Grahame Rummery
Director

The notes on pages 14 to 29 form part of these financial statements.

Company balance sheet
As at 31 December 2015

	Note		2015 £000
Fixed assets			
Investments	13		250
			250
Current assets			
Debtors: amounts falling due within one year	14	30	
		30	
Creditors: amounts falling due within one year	16	(6)	
Net current assets			24
Total assets less current liabilities			274
Net assets			274
Capital and reserves			
Called up share capital	19		125
Other reserves	20		125
Profit and loss account	20		24
			274

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 August 2016.

Mr Grahame Rummery
Director

Consolidated statement of changes in equity

For the year ended 31 December 2015

	Share capital	Other reserves	Retained earnings	Total equity
	£000	£000	£000	£000
At 1 January 2015	-	-	1,921	1,921
Profit for the year	-	-	2,681	2,681
Movements on other reserves	-	250	-	250
Cancellation of shares	-	125	-	125
Dividends: Equity capital	-	-	(2,250)	(2,250)
Shares issued during the year	250	-	-	250
Shares cancelled during the year	(125)	-	-	(125)
At 31 December 2015	125	375	2,352	2,852

Company statement of changes in equity

For the year ended 31 December 2015

	Share capital	Other reserves	Retained earnings	Total equity
	£000	£000	£000	£000
Comprehensive income for the year				
Profit for the year	-	-	2,024	2,024
Movement on other reserves	-	125	-	125
Dividends: Equity capital	-	-	(2,000)	(2,000)
Shares issued during the year	250	-	-	250
Shares cancelled during the year	(125)	-	-	(125)
At 31 December 2015	125	125	24	274

Consolidated statement of cash flows
For the year ended 31 December 2015

	2015 £000	2014 £000
Cash flows from operating activities		
Profit for the financial year	**2,681**	1,045
Adjustments for:		
Amortisation of intangible assets	**338**	295
Depreciation of tangible assets	**456**	569
Profit on sale of trade	**(1,500)**	-
Profit on disposal of tangible assets	**(94)**	(43)
Increase in stocks	**-**	2
Interest paid	**58**	109
Taxation	**393**	42
Increase in debtors	**(151)**	(835)
Increase in creditors	**79**	285
Corporation tax	**(358)**	35
Net cash generated from operating activities	**1,902**	1,504
Cash flows from investing activities		
Purchase of intangible fixed assets	**(64)**	-
Purchase of tangible fixed assets	**(539)**	(530)
Sale of tangible fixed assets	**219**	55
Net cash from investing activities	**(384)**	(475)
Cash flows from financing activities		
Repayment of other loans	**-**	(667)
Repayment of/new finance leases	**(14)**	(77)
Dividends paid	**(750)**	-
Interest paid	**(58)**	(110)
Net cash used in financing activities	**(822)**	(854)
Net increase in cash and cash equivalents	**696**	175
Cash and cash equivalents at beginning of year	**(1,115)**	(1,290)
Cash and cash equivalents at the end of year	**(419)**	(1,115)
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**669**	635
Invoice discounting facility	**(1,088)**	(1,750)
	(419)	(1,115)

Notes to the financial statements

For the year ended 31 December 2015

1. Accounting policies

1.1 Company information

Autoclenz Holdings Limited is the ultimate parent undertaking of the Group. The address the Group's registered office is Stanhope Road, Swadlincote, Derbyshire, DE11 9BE.

The principal activity of the Group is that of automotive services and specialist cleaning services.

The principal activity of the Company is that of a holding company.

1.2 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 25.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Company's accounting policies (see note 2).

The following principal accounting policies have been applied:

1.3 Basis of consolidation

Autoclenz Holdings Limited was incorporated on 19 June 2015. Autoclenz Holdings Limited, a newly incorporated entity, became the new group holding company with effect from 19 June 2015. In accordance with Financial Reporting Standard 102, merger accounting has been applied. The consolidated financial statements are presented as a continuation of the financial statements of the legal subsidiary except the equity structure reflects the equity of the new parent.

The consolidated financial statements present the results of the Group and its own subsidiaries ("the the Group") as they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated profit and loss account from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 01 January 2014.

Notes to the financial statements
For the year ended 31 December 2015

1. Accounting policies (continued)

1.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services
Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract.

1.5 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Profit and loss account over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Amortisation is provided on the following bases:

Computer software	-	33%

1.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Group.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Notes to the financial statements

For the year ended 31 December 2015

1. Accounting policies (continued)

The estimated useful lives range as follows:

Plant and equipment	- between 2 and 5 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

1.7 Operating leases: Lessee

Rentals paid under operating leases are charged to the profit or loss on a straight line basis over the period of the lease.

1.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares issued together with the fair value of any additional consideration paid.

1.9 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.10 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.

1.11 Financial instruments

The Group only 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, loans to related parties and investments in non-puttable ordinary shares.

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. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised

Notes to the financial statements

For the year ended 31 December 2015

1. Accounting policies (continued)

1.11 Financial instruments (continued)

cost.

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

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.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the balance sheet date.

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.

1.12 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.

1.13 Finance costs

Finance costs are charged to the profit and loss account 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.

1.14 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

Notes to the financial statements

For the year ended 31 December 2015

1. Accounting policies (continued)

1.15 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payments obligations.

The contributions are recognised as an expense in the Profit and loss account when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

1.16 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Profit and loss account, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Judgements in applying accounting policies and key sources of estimation uncertainty

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgements and estimates have been made include estimating the depreciation rates to apply and the realisability of deferred tax assets.

Notes to the financial statements

For the year ended 31 December 2015

3. Analysis of turnover

The whole of the turnover is attributable to the principal activities of the Group.

All turnover arose within the United Kingdom.

4. Operating profit

The operating profit is stated after charging:

	2015 £000	2014 £000
Depreciation of tangible fixed assets	**456**	569
Amortisation of intangible assets, including goodwill	**338**	295
Defined contribution pension cost	**346**	250
Audtiors' remuneration - Fees payable to the Group's auditors for the Group's annual accounts	**4**	-
Audtiors' remuneration - Fees payable to the Group's auditors for the subsidiaries annual accounts	**20**	19
Auditors' remuneration - Fees payable to the Group's auditors for non-audit services	**67**	-

5. Employees

Staff costs, including directors' remuneration, were as follows:

	2015 £000	2014 £000
Wages and salaries	**4,572**	4,797
Social security costs	**521**	555
Cost of defined contribution scheme	**346**	250
	5,439	5,602

The average monthly number of employees, including the directors, during the year was as follows:

	2015 No.	2014 No.
Administration	**30**	33
Operational management	**133**	163
	163	196

Notes to the financial statements

For the year ended 31 December 2015

6. Directors' remuneration

During the year retirement benefits were accruing to 4 directors (2014 - 4) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £158,000 (2014 - £196,000).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £74,000 (2014 - £51,000).

7. Interest payable and similar charges

	2015 £000	2014 £000
Bank interest payable	55	71
Other interest	-	38
Finance leases and hire purchase contracts	1	1
	56	110

8. Taxation

	2015 £000	2014 £000
Corporation tax		
Current tax on profits for the year	381	354
Adjustments in respect of previous periods	-	(20)
	381	334
Total current tax	381	334
Deferred tax		
Origination and reversal of timing differences	7	41
Changes to tax rates	5	-
Total deferred tax	12	41
Taxation on profit on ordinary activities	393	375

Notes to the financial statements
For thc year ended 31 December 2015

8. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2014 - higher than) the standard rate of corporation tax in the UK of 20.25% (2014 - 21.49%). The differences are explained below:

	2015 £000
Profit on ordinary activities before tax	3,074
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.25% (2014 - 21.49%)	623
Effects of:	
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	69
Deferred tax rate change	5
Income not taxable - transfer of trade	(304)
Total tax charge for the year	393

9. Dividends

	2015 £000
Dividends settled in cash	750
Dividend in speice	1,500
	2,250

Notes to the financial statements

For the year ended 31 December 2015

10. Intangible assets

Group

	Software	Goodwill	Total
	£000	£000	£000
Cost			
At 1 January 2015	421	2,063	2,484
Additions	64	-	64
At 31 December 2015	485	2,063	2,548
Amortisation			
At 1 January 2015	369	590	959
Charge for the year	43	295	338
At 31 December 2015	412	885	1,297
Net book value			
At 31 December 2015	73	1,178	1,251

There are no intangibles in the Company.

11. Parent company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Profit and loss account in these financial statements. The profit after tax of the parent Company for the year was £2,024,000.

Notes to the financial statements
For the year ended 31 December 2015

12. Tangible fixed assets

Group

	Plant and equipment £000
Cost or valuation	
At 1 January 2015	641
Additions	539
Disposals	(646)
At 31 December 2015	534
Depreciation	
At 1 January 2015	126
Charge owned for the period	456
Disposals	(520)
At 31 December 2015	62
Net book value	
At 31 December 2015	472
At 31 December 2014	515

During the year, the group disposed of assets with a cost of £227,000 and accumulated depreciation at the date of sale of £127,000 to React Specialist Cleaning Limited. The transfer of the trade of React Specialist Cleaning Limited during the year has been classed as a discontinuing operation. The profit on disposal of these fixed assets recognised in operating profit is £49,000. The details of the the discontinued operation can be seen at Note 21.

13. Fixed asset investments

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Autoclenz Group Limited	England & Wales	Ordinary	100%	Holding company
Autoclenz Limited*	England & Wales	Ordinary	100%	Motor vehicle valeting and preparation
Autoclenz Services Limited*	England & Wales	Ordinary	100%	Collection and delivery of vehicles

Company

	Investments in subsidiary companies £000
Cost or valuation	
Additions	1,750
Disposals	(1,500)
At 31 December 2015	250
Net book value	
At 31 December 2015	250

[redacted]

Notes to the financial statements

For the year ended 31 December 2015

14. Debtors

	Group 2015 £000	Group 2014 £000	Company 2015 £000	Company 2014 £000
Trade debtors	**4,645**	4,531	**-**	-
Amounts owed by group undertakings	**-**	-	**30**	
Other debtors	**74**	62	**-**	-
Prepayments and accrued income	**652**	629	**-**	-
Deferred taxation	**42**	54	**-**	-
	5,413	5,276	**30**	-

15. Cash and cash equivalents

	Group 2015 £000	Group 2014 £000	Company 2015 £000	Company 2014 £000
Cash at bank and in hand	**669**	635	**-**	-
Less: invoice discounting facility	**(1,088)**	(1,750)	**-**	-
	(419)	(1,115)	**-**	-

16. Creditors: Amounts falling due within one year

	Group 2015 £000	Group 2014 £000	Company 2015 £000	Company 2014 £000
Invoice discounting facility	**1,088**	1,750	**-**	-
Trade creditors	**1,953**	1,460	**-**	-
Corporation tax	**217**	194	**-**	-
Taxation and social security	**634**	1,226	**-**	-
Obligations under finance lease and hire purchase contracts	**-**	14	**-**	-
Other creditors	**178**	141	**-**	-
Accruals and deferred income	**883**	750	**6**	-
	4,953	5,535	**6**	-

17. Financial instruments

	Group 2015 £000	Group 2014 £000	Company 2015 £000
Financial assets			
Financial assets that are debt instruments measured at amortised cost	**5,388**	5,228	**30**
Financial liabilities			
Financial liabilities measured at amortised cost	**(4,102)**	(4,114)	**(6)**

Financial assets measured at amortised cost comprise trade and other debtors and cash and cash equivalents.

Financial liabilities measured at amortised cost comprise trade and other creditors, accruals and deferred income and invoice discounting facility.

18. Deferred taxation

Group

	Deferred tax £000
At 1 January 2015	54
Charged to the profit or loss	(12)
At 31 December 2015	42

	Group 2015 £000
Accelerated capital allowances	36
Short term timing differences	6
	42

19. Share capital

On incorporation 1 Ordinary share of nominal value £1.00 was issued. On 19 June 2015, 1 Ordinary share of nominal value £1.00 was subdivided into 2 Ordinary shares of £0.50 each and re-designated as 2 'A' Ordinary shares.

On 19 June 2015, 249,998 'A' Ordinary shares of £0.50 each, and 250,000 'R' Ordinary shares of £0.50 each were issued, followed by the cancelllation of all R Ordinary shares in issue on 19 June 2015.

The 'A' Ordinary shares each retained the rights to the business, assets and value of the Autoclenz business, this being retained within Autoclenz Holdings Limited.

The 'R' Ordinary shares each retained the rights to the business, assets and value of the React business.

	2015	2014
	£000	£000
Authorised, allotted, called up and fully paid		
250,000 A Ordinary shares of £0.50 each	**125**	125

20. Reserves

Other reserves

Other reserves has arisen from the cancellation of R ordinary shares, and share premium of £250,000 paid on Ordinary shares prior to the group reconstruction.

Profit and loss account

Profit and loss includes all current and prior period retained profits and losses.

21. Discontinued operations

During the year the group set up a new subsidiary, React Specialist Cleaning Limited, and transfered part of its trade to this compnay. React Specialist Cleaning Limited was subsequently sold to React Group PLC. This has been classed as discontinued operation and as such the profit and loss account for the current and prior year has been changed to reflect the impact of the discontinued activity.

After the date of sale, the Group sold a number of tangible fixed assets to React Specialist Cleaning Limited, the details of which has been disclosed in Note 12.

		£000
Nominal value of shares in React Specialist Cleaning Limited transferred		1,500
Cash recieved for additional assets		149
		1,649
Net assets disposed of:		
Tangible fixed assets	(100)	
		100
Profit on disposal before tax		(1,549)

22. Contingent liabilities

The company and its subsidiaries are party to cross guarantee securing the overdraft facility as at 31 December 2014. The overdraft facility was not being used as at 31 December 2014.

23. Pension commitments

The company contributed to a Group personal pension scheme. Contributions to the scheme are charged to the profit and loss account as and when made.

The pension charge for the period was £346,000 (2014: £250,000). At the year end there was a prepayment of £28,000 (2014: £28,000).

24. Related party transactions

Included within other operating income is £11,000 of consultancy charges received from React Group PLC, which is a related party by way of the directors of the group having significant influence and control over React Group PLC. At the year end an amount of £9,000 was owed by React Group PLC and this is included within trade debtors.

React Specialist Cleaning Limited is a related party by way of the directors of the group having significant influence and control over React Specialist Cleaning Limited. Included within other operating income is £83,000 of service charges received from React Specialist Cleaning Limited and as at the year end the company was owed £47,000, £21,000 of this is included within trade debtors and £26,000 is included within other debtors.

Key management personnel
All directors and certain senior employees who have authority and responsibility for planning, directing and controlling the company are considered to be key management personnel. Total remuneration in respect of these individuals is £884,000 (2014 - £1,129,000).

25. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.