

Registration number: 10633160

Aramark Defence Services Limited
(formerly CarillionAramark Limited)

Directors' Report and Financial Statements

for the period from the date of incorporation, 22 February 2017 to 31 August 2017



Aramark Defence Services Limited
(formerly CarillionAramark Limited)

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Aramark Defence Limited
(formerly CarillionAramark Limited)
Directors and Other Information

Directors

C Cooper
F Gleeson
T Mulryan
A Goldacre (resigned 26 June 2018)
N Shroeder
P Sizer

Secretary

M-A Deasy

Registered office

Witan Gate House
500-600 Witan Gate West
Milton Keynes
Buckinghamshire
MK9 1SH

Auditors

KPMG
Chartered Accountants
1 Stokes Place
St Stephen's Green
Dublin 2
Republic of Ireland

Banker

Barclays Bank Plc
South Essex 3
Leicestershire
LE87 2BB

Solicitor

Shoosmiths
Witan Gate House
500-600 Witan Gate West
Milton Keynes
Buckinghamshire
MK9 1SH

Registered Number 10633160

**Aramark Defence Services Limited
(formerly CarillionAramark Limited)**

Strategic Report

For the period from 22 February 2017 to 31 August 2017

Principal activity

The principal activity of the company will be the management and provision of a range of food, vending and facilities services for clients operating in the Defence sector of the UK economy. It is envisaged that this will continue to be the principal activity of the company for the foreseeable future.

Business review and results

The company did not trade in the current period and all activities related to the set up of the business for trading in the following year.

Future developments

Trading will commence in the following year.

Key performance indicators

KPI's will be established on commencement of trading in line with the rest of the Aramark Group.

Position of the company's business at the for the period ended 31 August 2017

As at 31 August 2017, the company had net liabilities of £785,634 and net current liabilities of £1,108,477.

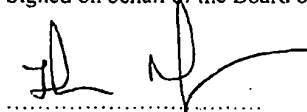
Principal risks and uncertainties

The most significant risks to the company's profitability are:

- Establishing efficient procedures with cost constraints of key contracts.
- Increased statutory regulation, e.g. health and safety, corporate governance and environmental regulations

The board has strategies to manage these risks and remains confident of the continued success of the company.

Signed on behalf of the Board on 24 July 2018 and signed on its behalf by:



T Mulryan
Director

250 Fowler Avenue
Farnborough Business Park
Farnborough
Hampshire GU14 7JP

Aramark Defence Services Limited
(formerly CarillionAramark Limited)

Directors' Report

For the period from 22 February 2017 to 31 August 2017

The directors present their report and the financial statements for the period from 22 February 2017 to 31 August 2017.

Principal activity

The principal activity of the company will be the management and provision of a range of food, vending and facilities services for clients operating in the Defence sector of the UK economy. It is envisaged that this will continue to be the principal activity of the company for the foreseeable future.

Business review

There was no trading in the period and the company incurred £946,668 of administrative expenses.

Change of the parent undertaking

On incorporation, the company was a joint venture with Carillion Holdings Limited and Aramark Limited holding an equal number of ordinary shares. On 20 February 2018, Aramark Limited acquired remaining shares and became the immediate parent undertaking of the company. Subsequently, the company changed its name from CarillionAramark Limited to Aramark Defence Services Limited.

Results and dividends

The post-tax loss for the financial period was £785,734. The directors do not recommend the payment of a dividend.

Balance sheet

The Balance Sheet shows shareholder's deficit of £785,634 for the company as at 31 August 2017. Whilst the company is reporting a shareholder's deficit on its balance sheet this is principally due to starting up operations. The company's forecasts and projections demonstrate the company will be profitable in the future.

Directors and secretary and their interests

The directors who held office during the period and subsequent to the period end were as follows:

C Cooper (appointed 20 February 2018)
F Gleeson (appointed 03 of March 2017)
T Mulryan (appointed 24 February 2017)
A Goldacre (appointed 20 February 2018, resigned 26 June 2018)
N Schroeder (appointed 22 February 2017, resigned 4 March 2017, appointed 20 February 2018)
P Sizer (appointed 31 December 2017)
S Carr (appointed 27 September 2017, resigned 20 February 2018)
R Lumby (appointed 24 February 2017, resigned 20 February 2018)
D O'Brien (appointed 24 February 2017, resigned 31 December 2017)
A Parker (appointed 22 February 2017, resigned 27 September 2017)
P Shepley (appointed 24 February 2017, resigned 20 February 2017)
M Deasy (Company Secretary) (appointed 20 February 2018)
T George (Company Secretary) (appointed 22 February 2017, resigned 30 June 2017)
W Maffei (Company Secretary) (appointed 22 February 2017, resigned 20 February 2018)

Political contributions

The company made no political donations or incurred any political expenditure during the year.

Disclosure of information to the auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he/ she ought to have taken as a director to make himself/ herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Aramark Defence Services Limited
(formerly CarillionAramark Limited)

Directors' Report

For the period from 22 February 2017 to 31 August 2017

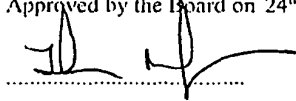
Other information

An indication of likely future developments in the business and particulars of significant events which have occurred since the end of the financial period have been included in the Strategic Report on page 2.

Appointment of auditor

During the year, KPMG Chartered Accountants were appointed as auditors and pursuant to Section 487 of The Companies Act 2006, will continue in office.

Approved by the Board on 24th July 2018 and signed on its behalf by:



T Mulryan
Director

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Statement of Directors' Responsibilities in respect of the directors' report and the
financial statements

The directors are responsible for preparing the directors' report, strategic report and the financial statements in accordance with applicable law and regulations.

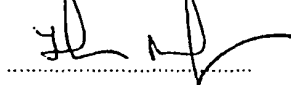
Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 assets, liabilities and financial position of the Company and of its profit or loss for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities. The directors are also responsible for preparing a directors' report that complies with the requirements of the Companies Act 2006.

On behalf of the Board:



T Mulryan
Director



**Independent Auditor's Report to the members of
Aramark Defence Services Limited
(formerly CarillionAramark Limited)**

1 Report on the audit of the financial statements

Opinion

We have audited the financial statements of Aramark Defence Services Limited ('the Company') for the period ended 31 August 2017 set out on pages 10 to 17, which comprise the Profit and Loss Account and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is UK Law and FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland, including its section 1A.

In our opinion, the accompanying financial statements:

- give a true and fair view of the assets, liabilities and financial position of the Company as at 31 August 2017 and of its loss for the period then ended;
- have been properly prepared in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland, including its section 1A; and
- have been properly prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council (FRC)'s Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

We have nothing to report on going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the strategic and directors' report. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.



**Independent Auditor's Report to the members of
Aramark Defence Services Limited
(formerly CarillionAramark Limited)**

Based solely on our work on the other information;

- we have not identified material misstatements in the directors' report or the strategic report;
- in our opinion, the information given in the directors' report and the strategic report is consistent with the financial statements;
- in our opinion, the directors' report and the strategic report have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

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

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

We have nothing to report on these matters/in regard to these matters.

2 Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 6, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as 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.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities



**Independent Auditor's Report to the members of
Aramark Defence Services Limited
(formerly CarillionAramark Limited)**

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.


David Meagher (Senior Statutory Auditor)
for and on behalf of

KPMG
Chartered Accountants, Statutory Audit Firm
1 Stokes Place, St. Stephen's Green, Dublin 2
Republic of Ireland

24 July 2018

Aramark Defence Services Limited
(formerly CarillionAramark Limited)

Profit and Loss Account and other Comprehensive Income
For the period from 22 February 2017 to 31 August 2017

| | Note | 2017 £ |
|---------------------------------------|------|-------------------------|
| Administrative expenses | | <u>(946,668)</u> |
| Operating loss before taxation | | (946,668) |
| Tax credit on loss | 7 | <u>160,934</u> |
| Loss for the financial period | | (785,734) |
| Other comprehensive loss | | <u>-</u> |
| Total comprehensive loss | | <u>(785,734)</u> |

The notes on pages 14 to 18 form an integral part of these financial statements.

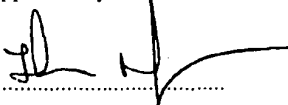
Aramark Defence Services Limited
(formerly CarillionAramark Limited)
(Registration number: 10633160)

Balance Sheet
at 31 August 2017

| | Note | 29 September 2017 £ |
|---|------|---------------------------|
| Fixed assets | | |
| Tangible fixed assets | 3 | <u>322,843</u> |
| Current assets | | |
| Debtors | 5 | <u>160,934</u> |
| Creditors: Amounts falling due within one year | 6 | <u>(1,269,411)</u> |
| Net current liabilities | | <u>(1,108,477)</u> |
| Total assets less current liabilities | | <u>(785,634)</u> |
| Net liabilities | | <u>(785,634)</u> |
| Capital and reserves | | |
| Called up share capital | 8 | 100 |
| Profit and loss account | | <u>(785,734)</u> |
| Shareholders' deficit | | <u>(785,634)</u> |

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board on 24th July 2018 and signed on its behalf by:



T Mulryan
Director

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Statement of changes in equity
For the period from 22 February 2017 to 31 August 2017

| | <u>Share capital</u> | <u>Retained earnings</u> | <u>Total</u> |
|--|--------------------------|------------------------------|------------------|
| Transactions with owners, recorded directly in equity | | | |
| Issue of share capital at incorporation on 22 February 2017 | 100 | - | 100 |
| Total comprehensive loss for the period | | | |
| Loss for the period | - | (785,734) | (785,734) |
| Balance at 31 August 2017 | <u>100</u> | <u>(785,734)</u> | <u>(785,634)</u> |

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Notes to the Financial Statements
For the period from 22 February 2017 to 31 August 2017

1 Accounting Policies

Aramark Defence Services Limited (the "Company") is a private company limited by shares and incorporated and tax resident and registered in the UK. The registered number is 10633160 and the registered address is, Witan Gate House, 500-600 Witan Gate West, Milton Keynes, Buckinghamshire, MK9 1SH.

These financial statements were prepared in accordance with the provisions of Section 1A 'Small Entities' of Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014. The amendments to FRS 102 issued in July 2015 have been applied. The presentation currency of these financial statements is Sterling.

The Company's ultimate parent undertaking, Aramark Inc. includes the Company in its consolidated financial statements. The consolidated financial statements of Aramark Inc. are prepared in accordance with US GAAP and are available to the public and may be obtained from head office, Aramark Tower, 1101 Market Street, Philadelphia, PA 19107, USA.

In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of ultimate parent undertaking include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosure:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next for the period are discussed in note 10.

Going concern

The company's forecasts and projections demonstrate the company will be profitable in the future.

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for at least 12 months from the date of approval of these financial statements. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Measurement convention

The financial statements are prepared on the historical cost basis.

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Notes to the Financial Statements
For the period from 22 February 2017 to 31 August 2017

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to Japan Holdings in subsidiaries; to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Basic financial instruments

Trade and other debtors/creditors

Trade and other debtors/creditors are recognised initially at transaction price and attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

Tangible fixed assets and depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows:

| Asset class | Depreciation method and rate |
|---------------------|-------------------------------------|
| Plant and equipment | Straight line, 2-10 for the periods |

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Notes to the Financial Statements
For the period from 22 February 2017 to 31 August 2017

3 Tangible Fixed Assets

| | Plant and Equipment |
|------------------------------------|--------------------------------|
| | £ |
| Cost at 22 February 2017 | - |
| Additions | <u>322,843</u> |
| Balance at 31 August 2017 | <u>322,843</u> |
| Depreciation and impairment | |
| Charge for the period | <u>-</u> |
| Balance at 31 August 2017 | <u>-</u> |
| Net book value | |
| At 31 August 2017 | <u>322,843</u> |

4 Particulars of employees

The average number of persons employed by the company (including directors) during the period, analysed by category was as follows:

| | 22 February 2017 to 31 August 2017 |
|----------------------------|---|
| | No. |
| Administration and support | <u>7</u> |

The directors did not receive any remuneration from the company in the period (2016: \$nil)

| | 2017 |
|--------------------|----------------|
| | £ |
| 5 Debtors | |
| Deferred tax asset | <u>160,934</u> |

6 Creditors: amounts falling due within one year

| | 2017 |
|-----------------------------------|------------------|
| | £ |
| Amounts due to Group Undertakings | <u>1,269,411</u> |

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Notes to the Financial Statements
For the period from 22 February 2017 to 31 August 2017

| | |
|--|-------------|
| 7 Taxation | 2017 |
| | £ |
| Current tax | |
| Current tax on income for the year | - |
| UK Corporation tax | - |
| Deferred tax | |
| Origination and reversal of timing differences | (160,934) |
| Total deferred tax | (160,934) |
| Total tax credit | (160,934) |

Reconciliation of effective tax rate

Tax on profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 19.5%

The differences are reconciled below:

| | |
|--|-------------|
| | 2017 |
| | £ |
| Loss for year | (946,668) |
| Tax using the UK corporation tax rate of 19.5% | (181,750) |
| Origination and reversal of timing differences | 20,817 |
| Total current tax credit | (160,934) |

8 Share capital

Allotted, called up and fully paid shares

| | | |
|--------------------------------|-------------|----------|
| | 2017 | |
| | No. | £ |
| 100 ordinary shares of £1 each | 100 | 100 |

On incorporation, 100 ordinary shares of £1 each were allotted. They were subsequently divided into 50 A ordinary shares and 50 B ordinary shares of £1 each.

Aramark Defence Services Limited
(formerly CarillionAramark Limited)
Notes to the Financial Statements
For the period from 22 February 2017 to 31 August 2017

9 Ultimate parent company

As of year end, the company was a joint venture, owned 50% by Carillion Holdings Limited and 50% by Aramark Limited. Subsequent to year end, Aramark Limited acquired the remaining 50% of company's share capital and at the date of signing these financial statements is the immediate parent company. Aramark Limited is incorporated in the UK.

The largest and smallest group of which Aramark Defence Services Limited is a member and for which group financial statements are drawn up is that headed by Aramark Inc, incorporated in the state of Delaware, USA. The consolidated financial statements of Aramark are available to the public at its head office, Aramark Tower, 1101 Market Street, Philadelphia, PA 19107, USA. The ultimate controlling party is Aramark.

10 Accounting estimates and judgements

There were no material estimates or judgements made in the preparation of the financial statements.

11 Related parties

The company is availing of the exemption available under "Section 33 Related Party Disclosures" of FRS 102 from disclosing transactions entered into between wholly owned undertakings of the group headed by Aramark Inc. The company's other related parties, as defined by FRS 102, the nature of the relationship and the extent of the transaction are summarised below.

Details of the directors of the company are given on page 3 and 5.

12 Post Balance sheet events

Other than the change of control noted in the Directors' Report on page 5, there were no significant events subsequent to the balance sheet date that would require adjustment to or disclosure in the financial statements.

13 Approval of financial statements

The board of directors approved the financial statements on 24th July 2018.