Report of the Members and

Financial Statements for the Year Ended 31 July 2019

for

Sussex Estates And Facilities LLP

Sussex Estates And Facilities LLP

Contents of the Financial Statements for the Year Ended 31 July 2019

12. RELATED PARTY DISCLOSURES

For the 12 month period ending 31 July 2019 the following related party transactions took place and were either complete or outstanding:

Interserve (Facilities Management) Limited provided services under the Admin and Management agreement of £451,401 (2018: £447,306). Interserve (Facilities Management) Limited provided services including IT, Vehicles & Training of £414,936 (2018: £445,331). Interserve (Facilities Management) Limited provided mobilisation services of £197,707 (2018: £197,207) and Management services as per the LLP agreement of £30,000 (2018: 30,000). Amounts due to Interserve relating to 2019 were £83,672 (2018: £80,741).

Sussex Estates and Facilities LLP provided services to University of Sussex of £30,393,854 (2018: £35,121,213).

University of Sussex recharged costs of £7,495 (2018: £32,270) to Sussex Estates and Facilities LLP.

Sussex Estates and Facilities LLP had trade debtors of £3,892,870 (2018: £2,917,287), income accruals of £999,253 (2018: £1,850,101) and deferred income of £133,759 (2018: £nil) with University of Sussex at 31 July 2019. Sussex Estates and Facilities LLP had trade creditors of £nil (2018: £nil) and cost accruals of £1,757 (2018: £14,968) with University of Sussex at 31 July 2019.

Sussex Estates and Facilities LLP had income accruals of £44 (2018: £nil) with Sussex Innovation Centre and cost accruals for the Management Fee of £14,583 (2018: £14,583) with Sussex University Holdings.

13. ULTIMATE CONTROLLING PARTY

The company is a subsidiary of the University of Sussex. The largest group in which the results of the company are consolidated is that headed by the University of Sussex. The consolidated accounts of the University are available to the public and may be obtained from the University of Sussex, Sussex House, Falmer, Brighton, BN1 9RH. No other group accounts include the results of the partnership

Sussex Estates And Facilities LLP

General Information
for the Year Ended 31 July 2019

DESIGNATED MEMBERS:	Interserve (Facilities Management) Limited Sussex U H Limited
REGISTERED OFFICE:	Capital Tower 91 Waterloo Road London SE1 8RT
REGISTERED NUMBER:	OC388673 (England and Wales)
AUDITORS:	BDO LLP 2 City Place Beehive Ring Road Gatwick West Sussex RH6 0PA

Sussex Estates And Facilities LLP

Report of the Members
for the Year Ended 31 July 2019

The members present their report with the financial statements of Sussex Estates And Facilities LLP for the year ended 31 July 2019.

PRINCIPAL ACTIVITY
The principal activity of the LLP in the year under review was that of providing total facilities management to the University of Sussex and associated companies.

DESIGNATED MEMBERS
The designated members during the period under review were:

Interserve (Facilities Management) Limited (from 22.10.2013)
Sussex U H Limited (from 22.10.2013)

Senior Management Board

T Westlake	- Chairman and representing Sussex U H Limited
A Spencer	- Representing Sussex U H Limited
S Neale	- Representing Sussex U H Limited (Resigned 27th August 2019)
J Oliver	- Representing Sussex U H Limited (Appointed 27th August 2019)
C Roberts	- Representing Interserve (Facilities Management) Limited (Resigned 13th November 2018)
M Burholt	- Representing Interserve (Facilities Management) Limited
H Ward-Russell	- Representing Interserve (Facilities Management) Limited (Appointed 13th November 2018)

RESULTS FOR THE YEAR AND ALLOCATION TO MEMBERS
The profit for the year before members' remuneration and profit shares was £2,429,070 (2018 - £2,268,830 profit).

MEMBERS' INTERESTS

Capital

The designated Members have contributed to the LLP the total sum of £100,000 of capital. Sussex U H Limited contributed £65,000 (65%) and Interserve (Facilities Management) Limited £35,000 (35%), which shall represent the limit of the Members' liability less any amount contributed in accordance with the Interim Agreement and the same shall be credited to each Member's Capital Account.

Neither the Members, nor the Senior Management Board, nor the Management Board may call for the Members to contribute any further capital upon the insolvency of the LLP. However, subject to clauses set out in the terms of the LLP agreement, the Members shall contribute such further capital as the Senior Management Board may determine (subject to unanimous approval of the Senior Management Board) as being required for the purposes of the LLP provided always that such further capital contributions shall be made in the same proportions as the capital contributions set out in terms of the LLP agreement and that no Member shall be permitted to make any further capital contribution to the extent that such further capital contribution causes or results in an increase in that Member's interest in the LLP in excess of the proportion of that interest set out in these terms.

Subject to the terms of the LLP, the Members shall share any profits or losses of a capital nature, as certified by the Auditors, in the proportions as their respective interests in the LLP. No Member is entitled to receive interest on the amount of its proportion of the capital contributed to the LLP. Subject to the provisions in the terms of the LLP, unless otherwise decided by a unanimous decision of the Senior Management Board, a Member shall not withdraw or receive back any part of the sum credited to its Capital Account.

Trading Profits and Losses

Subject to the terms of the LLP agreement, the trading profits or losses of the LLP, shall be allocated between the Members in the proportions set out in these terms and shall be credited to each Member's Current Account as soon as the annual accounts for the relevant Financial Year are approved by the Members in accordance with the terms of the LLP. For the avoidance of doubt, profits or losses shall be calculated after deduction of the Management Services Charge and the SubCo Management Services Charge as expenses in the relevant period.

Drawings

Drawings on account of actual or estimated profits (which are available for distribution to Members) may only be made with the prior approval of the Senior Management Board acting by simple majority in accordance with the terms of the LLP, on the last Working Day of each of January, April, July and October. If any Member withdraws from its Current Account funds in excess of its actual profit share (which is available for distribution) in a Financial Year, as determined in accordance with the terms of the LLP, that Member shall repay the excess drawings to the LLP immediately together with interest on the excess at the Interest Rate.

If the LLP has incurred any Service Credits (as defined in the TFM Services Agreement) in the three (3) month period prior to the last Working Day of the relevant quarter, the Supplier shall not be entitled to any drawings of actual or estimated profits relating to any innovation projects implemented by the LLP to assist the University to achieve its strategic objectives; and/or any business opportunities undertaken by the LLP for third parties.

GOING CONCERN

After making enquiries, the members have a reasonable expectation that the LLP has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

STATEMENT OF MEMBERS' RESPONSIBILITIES
The members are responsible for preparing the Report of the Members and the LLP financial statements in accordance with applicable law and regulations.

The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 require the members to prepare LLP financial statements for each financial year. Under that law the members have elected to prepare the LLP financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice). Under Regulation 8 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 the members 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 LLP and of the profit or loss of the LLP for that period. In preparing these financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP will continue in business.

Under Regulation 6 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008, the members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that the financial statements comply with those regulations. They have general responsibility for taking such steps as are reasonable open to then to safeguard the assets of the LLP and to prevent and detect fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS
So far as the members are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the LLP's auditors are unaware, and each member has taken all the steps that he ought to have taken as a member in order to make himself aware of any relevant audit information and to establish that the LLP's auditors are aware of that information.

ON BEHALF OF THE MEMBERS:

....
Sussex U H Limited - Designated member

Date: 20/11/19

Report of the Independent Auditors to the Members of
Sussex Estates And Facilities LLP

Opinion
We have audited the financial statements of Sussex Estates and Facilities LLP ("the Limited Liability Partnership") for the year ended 31 July 2019 which comprise the Income Statement, Balance Sheet, Reconciliation of Members' Interests and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:
- give a true and fair view of the state of the LLP's affairs as at 31 July 2019 and of its 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 applied to LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008.

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 Limited Liability Partnership in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
- the Members' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Members have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the LLP's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The Members are responsible for the other information. The other information comprises the information included in the Report of the Members, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Matters on which we are required to report by exception
We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 as applied to limited liability partnerships requires us 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
- we have not received all the information and explanations we require for our audit

Report of the Independent Auditors to the Members of
Sussex Estates And Facilities LLP

Responsibilities of Members
As explained more fully in the Report of the Members, the Members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Members 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 Members are responsible for assessing the LLP'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 Members either intend to liquidate the Limited Liability Partnership 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 further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:
https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report
This report is made solely to the Limited Liability Partnership's members, as a body, in accordance with Chapter 3 of part 16 of the Companies Act 2006 as applied by Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the Limited Liability Partnership'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 Partnership and the Limited Liability Partnership's members as a body, for our audit work, for this report, or for the opinions we have formed.

BDO LLP

James Aston MBE (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Gatwick

Date 26 November 2019

The notes form part of these financial statements

Sussex Estates And Facilities LLP

Income Statement
for the Year Ended 31 July 2019

	Notes	2019 £'000	2018 £'000
TURNOVER	3	31,415	35,689
Cost of sales		(28,916)	(33,406)
GROSS PROFIT		2,499	2,283
Administrative expenses		(70)	(14)
OPERATING PROFIT and PROFIT FOR THE FINANCIAL YEAR BEFORE MEMBERS' REMUNERATION AND PROFIT SHARES AVAILABLE FOR DISCRETIONARY DIVISION AMONG MEMBERS		2,429	2,269
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		2,429	2,269

The notes form part of these financial statements

Sussex Estates And Facilities LLP (Registered number: OC388673)

Balance Sheet
31 July 2019

	Notes	2019 £'000	2018 £'000
FIXED ASSETS			
Tangible assets	7	22	33
CURRENT ASSETS			
Stocks	8	3	3
Debtors	9	5,102	5,132
Cash in hand		5,718	4,596
		10,813	9,731
CREDITORS			
Amounts falling due within one year	10	(8,315)	(7,395)
NET CURRENT ASSETS		2,508	2,336
TOTAL ASSETS LESS CURRENT LIABILITIES and NET ASSETS ATTRIBUTABLE TO MEMBERS		2,530	2,369
LOANS AND OTHER DEBTS DUE TO MEMBERS	11	2,430	2,269
MEMBERS' OTHER INTERESTS			
Capital accounts		100	100
		2,530	2,369
TOTAL MEMBERS' INTERESTS			
Loans and other debts due to members	11	2,430	2,269
Members' other interests		100	100
		2,530	2,369

The financial statements were approved by the members of the LLP on 20 Nov 2019 and were signed by:

....
Sussex U H Limited - Designated member

The notes form part of these financial statements

Sussex Estates And Facilities LLP

Reconciliation of Members' Interests
for the Year Ended 31 July 2019

		EQUITY Members' other interests	
	Members' capital (classified as equity) £'000	**Other reserves £'000**	**Total £'000**
Balance at 1 August 2018	100	-	100
Profit for the financial year available for discretionary division among members	-	2,429	2,429
Members' interests after profit for the year	100	2,429	2,529
Other divisions of profit	-	(2,429)	(2,429)
Balance at 31 July 2019	100	-	100

	Loans and other debts due to members less any amounts due from members in debtors	TOTAL MEMBERS INTERESTS
	Other amounts £'000	**Total £'000**
Amount due to members	1	
Amount due from members	-	
Balance at 1 August 2018	1	101
Profit for the financial year available for discretionary division among members	-	2,429
Members' interests after profit for the year	1	2,530
Other divisions of profit	2,429	-
Amount due to members	2,430	
Amount due from members	-	
Balance at 31 July 2019	2,430	2,530

The notes form part of these financial statements

Sussex Estates And Facilities LLP

Reconciliation of Members' Interests
for the Year Ended 31 July 2019

	EQUITY Members' other interests		
	Members' capital (classified as equity) £'000	**Other reserves £'000**	**Total £'000**
Balance at 1 August 2017	100	-	100
Profit for the financial year available for discretionary division among members	-	2,268	2,268
Members' interests after profit for the year	100	2,268	2,368
Other divisions of profit	-	(2,268)	(2,268)
Balance at 31 July 2018	100	-	100

	Loans and other debts due to members less any amounts due from members in debtors	TOTAL MEMBERS' INTERESTS
	Other amounts £'000	**Total £'000**
Amount due to members	1	
Amount due from members	-	
Balance at 1 August 2017	1	101
Profit for the financial year available for discretionary division among members	-	2,268
Members' interests after profit for the year	1	2,369
Other divisions of profit	2,268	-
Amount due to members	2,269	
Amount due from members	-	
Balance at 31 July 2018	2,269	2,369

The notes form part of these financial statements

1. STATUTORY INFORMATION

Sussex Estates And Facilities LLP is registered in England and Wales. The LLP's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements
Sussex Estates And Facilities LLP is a company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operation and its principal activities are set out in the report of the members on pages 2 to 4.

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council.

These financial statements were prepared in accordance with FRS 102 (Financial Reporting Standard 102) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council.

The financial statements have been prepared on the historical cost basis.

Details of the parent whose consolidated financial statements the company is included are shown in note 13 to the financial statements.

The LLP has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirement of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A.
- the requirement of Section 33 Related Party Disclosures paragraph 33.7

Turnover
Turnover represents sales to customers, excluding value added tax, and arises from the principal activities of the company. Turnover is recognised on completion of the contracted services.

Tangible fixed assets
Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life. The estimated useful economic lives range from 3 to 7 years.

2. **ACCOUNTING POLICIES - continued**

Distribution to members
Subject to the terms of the LLP agreement, the trading profits or losses of the LLP, shall be allocated between the Members in the proportions set out in these terms and shall be credited to each Member's Current Account as soon as the annual accounts for the relevant Financial Year are approved by the Members in accordance with the terms of the LLP. For the avoidance of doubt, profits or losses shall be calculated after deduction of the Management Services Charge and the SubCo Management Services Charge as expenses in the relevant period.

Repayment of capital
The designated Members have contributed to the LLP the total sum of £100,000 of capital. Sussex U H Limited contributed £65,000 (65%) and Interserve (Facilities Management) Limited £35,000 (35%), which shall represent the limit of the Members' liability less any amount contributed in accordance with the Interim Agreement and the same shall be credited to each Member's Capital Account.

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Subject to the terms of the LLP, the Members shall share any profits or losses of a capital nature, as certified by the Auditors, in the proportions as their respective interests in the LLP. No Member is entitled to receive interest on the amount of its proportion of the capital contributed to the LLP. Subject to the provisions in the terms of the LLP, unless otherwise decided by a unanimous decision of the Senior Management Board, a Member shall not withdraw or receive back any part of the sum credited to its Capital Account.

3. **TURNOVER**

The turnover and profit for the financial year before members' remuneration and profit shares are attributable to the one principal activity of the LLP.

An analysis of turnover by class of business for the year ended 31 July 2019 is given below:

	2019	2018
	£'000	£'000
Project Management	15,515	20,841
Site Services	8,148	7,575
Estate Services	4,934	4,351
General Management	2,030	2,233
Transport	788	690
	31,415	35,690

4. EMPLOYEE INFORMATION

	2019 £'000	2018 £'000
Wages and salaries	6,103	6,064
Social security costs	474	470
Other pension costs	381	377
	6,958	6,911

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

	2019	2018
Staff	296	294
Management	7	7
Administration	3	4
Helpdesk	4	4
	310	309

5. OPERATING PROFIT

The operating profit is stated after charging:

	2019 £'000	2018 £'000
Depreciation - owned assets	11	10
Auditor Remuneration	19	19

6. INFORMATION IN RELATION TO MEMBERS

	2019	2018
The average number of members during the year was	2	2

7. TANGIBLE FIXED ASSETS

	Plant and machinery £'000	Computer equipment £'000	Totals £'000
COST			
At 1 August 2018	52	2	54
Additions	-	-	-
At 31 July 2019	52	2	54
DEPRECIATION			
At 1 August 2018	20	1	21
Charge for year	10	1	11
At 31 July 2019	30	2	32
NET BOOK VALUE			
At 31 July 2019	22	-	22
At 31 July 2018	32	1	33

8. STOCKS

	2019	2018
	£'000	£'000
Stocks	3	3

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019	2018
	£'000	£'000
Trade debtors	54	71
Amounts owed by group undertakings	3,893	2,920
Prepayments and accrued income	1,155	2,141
	5,102	5,132

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019	2018
	£'000	£'000
Trade creditors	1,011	1,845
Social security and other taxes	189	200
Accruals and deferred income	134	5
Accrued expenses	6,981	5,345
	8,315	7,395

11. LOANS AND OTHER DEBTS DUE TO MEMBERS

	2019	2018
	£'000	£'000
Amounts owed to members in respect of profits	2,430	2,269
Falling due within one year	2,430	2,269

During YE 31 July 2019 the profit made was £2,429,070. There is also £1,073 undistributed reserves from previous years.

12. RELATED PARTY DISCLOSURES

For the 12 month period ending 31 July 2019 the following related party transactions took place and were either complete or outstanding:

Interserve (Facilities Management) Limited provided services under the Admin and Management agreement of £451,401 (2018: £447,306). Interserve (Facilities Management) Limited provided services including IT, Vehiclcs & Training of £414,936 (2018: £445,331). Interserve (Facilities Management) Limited provided mobilisation services of £197,707 (2018: £197,207) and Management services as per the LLP agreement of £30,000 (2018: 30,000). Amounts due to Interserve relating to 2019 were £83,672 (2018: £80,741).

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