

**Registered number: SC127287**



**Eclipse Contract Cleaning Limited**

**Directors' report and financial statements**

**For the year ended 31 October 2016**

## **Eclipse Contract Cleaning Limited**

### **Company Information**

<b>Directors</b>	E Patterson (resigned 31 March 2017) J McPherson A Donnell (appointed 6 December 2016) C Stevenson (appointed 31 March 2017) J Spencer (resigned 31 March 2016)
<b>Company secretary</b>	Oakwood Corporate Secretary Limited
<b>Registered number</b>	SC127287
<b>Registered office</b>	Templeton House Templeton On The Green Suite 22 62 Templeton Street Glasgow Scotland G40 1DA
<b>Independent auditors</b>	Kreston Reeves LLP Chartered Accountants & Statutory Auditor Third Floor 24 Chiswell Street London EC1Y 4YX

## **Eclipse Contract Cleaning Limited**

### **Contents**

	<b>Page</b>
<b>Directors' report</b>	<b>1 - 2</b>
<b>Independent auditors' report</b>	<b>3 - 4</b>
<b>Statement of comprehensive income</b>	<b>5</b>
<b>Balance sheet</b>	<b>6</b>
<b>Notes to the financial statements</b>	<b>7 - 15</b>

## **Eclipse Contract Cleaning Limited**

### **Directors' report**

**For the year ended 31 October 2016**

The directors present their report and the financial statements for the year ended 31 October 2016.

### **Results and dividends**

The profit for the year, after taxation, amounted to £249,316 (2015 - loss £79,605).

### **Directors**

The directors who served during the year were:

E Patterson (resigned 31 March 2017)

J McPherson

J Spencer (resigned 31 March 2016)

### **Directors' responsibilities statement**

The directors are responsible for preparing 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 of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are 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 to 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

### **Auditors**

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

**Eclipse Contract Cleaning Limited**

**Directors' report (continued)  
For the year ended 31 October 2016**

**Small companies note**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on

26<sup>th</sup> MARCH 2018

and signed on its behalf.



**C Stevenson**  
Director

## **Eclipse Contract Cleaning Limited**

### **Independent auditors' report to the shareholders of Eclipse Contract Cleaning Limited**

We have audited the financial statements of Eclipse Contract Cleaning Limited for the year ended 31 October 2016, set out on pages 5 to 15. The relevant financial reporting framework that has been applied in their preparation is applicable law and the 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'.

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 on page 1, 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**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 October 2016 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.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with those financial statements.

**Eclipse Contract Cleaning Limited**

**Independent auditors' report to the shareholders of Eclipse Contract Cleaning Limited (continued)**

**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, 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemption in preparing the Directors' report and take advantage of the small companies' exemption from the requirement to prepare a Strategic report.



Michael Cook BA (Hons) FCA (Senior statutory auditor)

for and on behalf of

**Kreston Reeves LLP**

Chartered Accountants

Statutory Auditor

Third Floor

24 Chiswell Street

London

EC1Y 4YX

Date:

22/3/19

**Eclipse Contract Cleaning Limited**

**Statement of comprehensive income  
For the year ended 31 October 2016**

	<b>Note</b>	<b>2016 £</b>	<b>2015 £</b>
Turnover	4	<b>3,383,479</b>	3,477,947
Cost of sales		<b>(2,764,026)</b>	(3,118,785)
<b>Gross profit</b>		<b>619,453</b>	359,162
Administrative expenses		<b>(358,989)</b>	(442,198)
<b>Operating profit/(loss)</b>	5	<b>260,464</b>	(83,036)
Interest receivable and similar income	8	-	72
Interest payable and expenses	9	<b>(4,871)</b>	(2,918)
<b>Profit/(loss) before tax</b>		<b>255,593</b>	(85,882)
Tax on profit/(loss)	10	<b>(6,277)</b>	6,277
<b>Profit/(loss) for the year</b>		<b>249,316</b>	(79,605)

There was no other comprehensive income for 2016 (2015: £NIL).

The notes on pages 7 to 15 form part of these financial statements.



**Eclipse Contract Cleaning Limited**  
**Registered number: SC127287**

**Balance sheet**  
**As at 31 October 2016**

	<b>Note</b>	<b>2016 £</b>	<b>2015 £</b>
<b>Fixed assets</b>			
Tangible assets	11	<u>7,417</u>	<u>11,598</u>
		<b>7,417</b>	<b>11,598</b>
<b>Current assets</b>			
Debtors: amounts falling due within one year	12	1,428,472	1,124,097
Cash at bank and in hand	13	<u>626,811</u>	<u>89,800</u>
		<b>2,055,283</b>	<b>1,213,897</b>
Creditors: amounts falling due within one year	14	<u>(1,419,945)</u>	<u>(832,056)</u>
<b>Net current assets</b>		<b>635,338</b>	<b>381,841</b>
<b>Net assets</b>		<u><b>642,755</b></u>	<u><b>393,439</b></u>
<b>Capital and reserves</b>			
Called up share capital	16	200	200
Profit and loss account	17	<u>642,555</u>	<u>393,239</u>
		<b>642,755</b>	<b>393,439</b>

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on  
**26<sup>th</sup> MARCH 2018**

  
**C Stevenson**  
 Director

The notes on pages 7 to 15 form part of these financial statements.

## **Eclipse Contract Cleaning Limited**

### **Notes to the financial statements For the year ended 31 October 2016**

#### **1. General information**

The company is incorporated and domiciled in Scotland. Its registered office and principal place of business is Templeton House, Templeton On The Green Suite 22, 62 Templeton Street, Glasgow, Scotland, G40 1DA. The principal activity is the provision of national facilities managements services.

#### **2. Accounting policies**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK 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 20.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

##### **2.2 Financial reporting standard 102 - reduced disclosure exemptions**

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

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d).

This information is included in the consolidated financial statements of ABM Industries Inc as at 31 October 2016 and these financial statements may be obtained from One Liberty Plaza, 7th Floor, New York, NY 10006.

##### **2.3 Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company 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 Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

## **Eclipse Contract Cleaning Limited**

### **Notes to the financial statements For the year ended 31 October 2016**

#### **2. Accounting policies (continued)**

##### **2.4 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.

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.

Depreciation is provided on the following basis:

Plant & machinery	- 3-5 years
Motor vehicles	- 5 years
Office equipment	- 3-5 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.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of comprehensive income.

##### **2.5 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.

##### **2.6 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.

##### **2.7 Financial instruments**

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

##### **2.8 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.

##### **2.9 Finance costs**

Finance costs are charged to the Statement of comprehensive income 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.

## **Eclipse Contract Cleaning Limited**

### **Notes to the financial statements For the year ended 31 October 2016**

#### **2. Accounting policies (continued)**

##### **2.10 Operating leases: the Company as lessee**

Rentals paid under operating leases are charged to the Statement of comprehensive income on a straight line basis over the lease term.

##### **2.11 Pensions**

###### **Defined contribution pension plan**

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

The contributions are recognised as an expense in the Statement of comprehensive income 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 Company in independently administered funds.

##### **2.12 Interest income**

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

##### **2.13 Taxation**

Tax is recognised in the Statement of comprehensive income, except that a charge 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 operates and generates 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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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.

## Eclipse Contract Cleaning Limited

### Notes to the financial statements For the year ended 31 October 2016

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

The management makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next year are addressed below:

##### Useful economic lives of tangible assets (Note 11)

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are reassessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See Note 11 for the carrying amount of the property, plant and equipment and Note 2.4 for the useful economic lives for each class of assets.

##### Holiday pay accrual (Note 14)

It represents amounts due to employees, being untaken holidays for employees as at the year end. The management is required to make judgment on average number of staff, average number of holidays untaken and average number of salaries when calculating this estimated accrual.

#### 4. Turnover

An analysis of turnover by class of business is as follows:

	2016 £	2015 £
Contracts	2,489,292	3,287,685
Tags	556,072	126,539
Rebilled	338,115	63,723
	<u>3,383,479</u>	<u>3,477,947</u>

All turnover arose within the United Kingdom.

#### 5. Operating profit/(loss)

The operating profit/(loss) is stated after charging:

	2016 £	2015 £
Depreciation of tangible fixed assets	9,046	64,106
Defined contribution pension cost	6,983	7,893
	<u>16,029</u>	<u>72,000</u>

During the year, no director received any emoluments (2015 - £NIL).

# **Eclipse Contract Cleaning Limited**

## **Notes to the financial statements For the year ended 31 October 2016**

### **6. Auditors' remuneration**

	<b>2016 £</b>	<b>2015 £</b>
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	<u><b>6,000</b></u>	<u>5,500</u>
<b>Fees payable to the Company's auditor and its associates in respect of:</b>		
All other services	<u><b>2,750</b></u>	<u>2,500</u>
	<u><b>2,750</b></u>	<u>2,500</u>

### **7. Employees**

Staff costs were as follows:

	<b>2016 £</b>	<b>2015 £</b>
Wages and salaries	<b>1,754,298</b>	2,009,348
Social security costs	<b>60,619</b>	58,360
Cost of defined contribution scheme	<b>6,983</b>	7,893
	<u><b>1,821,900</b></u>	<u>2,075,601</u>

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

	<b>2016 No.</b>	<b>2015 No.</b>
Administration	-	8
Services	<u><b>186</b></u>	<u>280</u>
	<u><b>186</b></u>	<u>288</u>

### **8. Interest receivable**

	<b>2016 £</b>	<b>2015 £</b>
Other interest receivable	<u>-</u>	<u>72</u>
	<u><b>-</b></u>	<u>72</u>

# **Eclipse Contract Cleaning Limited**

## **Notes to the financial statements** **For the year ended 31 October 2016**

### **9. Interest payable and similar charges**

	2016 £	2015 £
Bank interest payable	4,871	2,918
	<u>4,871</u>	<u>2,918</u>

### **10. Taxation**

	2016 £	2015 £
Current tax on profits for the year	6,277	(6,277)
Taxation on profit/(loss) on ordinary activities	<u>6,277</u>	<u>(6,277)</u>

#### **Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2015 - higher than) the standard rate of corporation tax in the UK of 20% (2015 - 20.42%). The differences are explained below:

	2016 £	2015 £
Profit/(loss) on ordinary activities before tax	<u>255,593</u>	<u>(85,882)</u>
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 20.42%)	51,119	(17,537)
<b>Effects of:</b>		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	66
Capital allowances for year in excess of depreciation	(7)	11,597
Utilisation of tax losses	(51,112)	6,277
Adjustments to tax charge in respect of prior periods	6,277	(6,277)
Other differences leading to an increase (decrease) in the tax charge	-	(403)
<b>Total tax charge for the year</b>	<u>6,277</u>	<u>(6,277)</u>

# **Eclipse Contract Cleaning Limited**

## **Notes to the financial statements** **For the year ended 31 October 2016**

### **11. Tangible fixed assets**

	Plant & machinery £	Motor vehicles £	Office equipment £	Total £
<b>Cost or valuation</b>				
At 1 November 2015	135,318	58,670	10,772	204,760
Additions	4,305	-	560	4,865
Disposals	-	(58,670)	-	(58,670)
At 31 October 2016	139,623	-	11,332	150,955
<b>Depreciation</b>				
At 1 November 2015	125,171	58,670	9,321	193,162
Charge for the year on owned assets	8,631	-	415	9,046
Disposals	-	(58,670)	-	(58,670)
At 31 October 2016	133,802	-	9,736	143,538
<b>Net book value</b>				
At 31 October 2016	5,821	-	1,596	7,417
At 31 October 2015	10,147	-	1,451	11,598

### **12. Debtors**

	2016 £	2015 £
Trade debtors	1,020,622	837,833
Amounts owed by group undertakings	364,302	250,400
Other debtors	-	6,277
Prepayments and accrued income	43,548	29,587
	1,428,472	1,124,097

### **13. Cash and cash equivalents**

	2016 £	2015 £
Cash at bank and in hand	626,811	89,800
	626,811	89,800



# Eclipse Contract Cleaning Limited

## Notes to the financial statements For the year ended 31 October 2016

### 14. Creditors: Amounts falling due within one year

	2016 £	2015 £
Trade creditors	112,470	85,264
Amounts owed to group undertakings	1,190,659	434,505
Other taxation and social security	15,825	79,403
Other creditors	-	72,873
Accruals and deferred income	100,991	160,011
	<u>1,419,945</u>	<u>832,056</u>

### 15. Financial instruments

	2016 £	2015 £
<b>Financial assets</b>		
Financial assets that are debt instruments measured at amortised cost	<u>1,428,472</u>	<u>1,124,097</u>
	<u>1,428,472</u>	<u>1,124,097</u>
<b>Financial liabilities</b>		
Financial liabilities measured at amortised cost	<u>(1,404,120)</u>	<u>(752,653)</u>
	<u>(1,404,120)</u>	<u>(752,653)</u>

Financial assets that are debt instruments measured at amortised cost comprise trade debtors, amounts owed by group undertakings, other debtors and accrued income.

Financial liabilities measured at amortised cost comprise trade creditors, amounts owed to group undertakings, other creditors and accruals.

### 16. Share capital

	2016 £	2015 £
Allotted, called up and fully paid		
200 Ordinary shares of £1 each	<u>200</u>	<u>200</u>

### 17. Reserves

#### Profit & loss account

*This reserve is the total accumulated profits and losses made by the company since incorporation.*

## **Eclipse Contract Cleaning Limited**

### **Notes to the financial statements For the year ended 31 October 2016**

#### **18. Pension commitments**

The company operates a money-purchase, defined contribution scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £6,983 (2015: £7,893). At the balance sheet date, there were outstanding contributions of £Nil (2015: £Nil) payable to the fund.

#### **19. Related parties and ultimate controlling party**

The Company's immediate parent undertaking is ABM Services (Scotland) Ltd, a company registered in Scotland.

The Company being a wholly owned subsidiary has elected to utilise the exemption provided by Section of Financial Reporting Standard 102 and has not disclosed any transactions with its parent company and fellow subsidiaries.

The company's ultimate parent undertaking and ultimate controlling party is ABM Industries Incorporated, a company incorporated in United States of America.

ABM Industries Incorporated is both the smallest and largest group of undertakings for which consolidated accounts including results of the company are prepared. The consolidated financial statements of ABM Industries Incorporated are available to the public and may be obtained from One Liberty Plaza, 7th Floor, New York, NY 10006.

#### **20. 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.