

Vision Consulting Limited

Directors' Report and Financial Statements

Financial Year Ended 31 December 2017

Registered Number: SC148604

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#### **DIRECTORS AND OTHER INFORMATION**

## **Board of Directors**

William Glennon Gerald Adams

## **Bankers**

Bank of Scotland 38 St Andrew Square Edinburgh EH2 2YR

## Secretary and Registered Office

Alan Howat
One Lochrin Square
92 Fountainbridge
Edinburgh
EH 39QA
Scotland

## **Auditors**

PricewaterhouseCoopers
Chartered Accountants and Statutory Auditors
One Spencer Dock
North Wall Quay
Dublin 1

#### **DIRECTORS' REPORT**

The directors submit their report and audited financial statements for the year ended 31 December 2017.

#### Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the group and company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company and of the profit or loss of the group and company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- · make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group and company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Review of business and future developments

The company's principal activity was the provision of business, management and technology consultancy services. The company is looking to continue to expand its range of services and the directors anticipate that the company will continue to operate profitably in the foreseeable financial year.

#### Result and dividend

In difficult market conditions, turnover decreased from £2.76m to £1.32m. The profit for the financial year amounted to £59,138 (2016: loss £89,706).

The directors paid a dividend of £nil during the year (2016: £nil).

#### Directors and their interests

Directors holding office during the year and up to the date of the signing of the financial statements, unless otherwise stated, are set out below:

William A Glennon Gerald Adams

No directors had any beneficial interests in the share capital of the company during the year. Interests held in shares in the parent company are disclosed in note 14.

#### Subsequent events

There were no significant events to report subsequent to the year end.

#### Future developments in the business

The directors are confident that ongoing development and refinement of the company's offers in the key area of general consultancy will maintain a competitive edge in the market place.

#### **DIRECTORS' REPORT - continued**

#### Subsequent events

There were no significant events to report subsequent to the year end.

#### Future developments in the business

The directors are confident that ongoing development and refinement of the company's offers in the key are of general consultancy will maintain a competitive edge in the market place.

#### Disclosure of information to auditors

In the case of each of the persons who are directors at the time when the report is approved, the following applies:

- as 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 he/she ought to have taken as a director in order to make him/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### Independent auditors

Our auditors, PricewaterhouseCoopers, have indicated their willingness to continue in office, and a resolutio concerning their re-appointment will be proposed at the Annual General Meeting.

On behalf of the board

Gerald Adams

William Glennon



# Independent auditors' report to the members of Vision Consulting Limited

## Report on the financial statements

#### Our opinion

In our opinion, Vision Consulting Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2017 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.

#### What we have audited

The financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), comprise:

- balance sheet as at 31 December 2017;
- statement of comprehensive income for the year then ended;
- statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

## Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Directors' Report. We have nothing to report in this respect.

## Other matters on which we are required to report by exception

## Adequacy of accounting records and information and explanations received

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

we have not received all the information and explanations we require for our audit; or



- 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.

We have no exceptions to report arising from this responsibility.

#### Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

#### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

## Responsibilities for the financial statements and the audit

#### Our responsibilities and those of the directors

As explained more fully in the Statement of directors' responsibilities set out on page 3, 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual 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. With respect to the Directors' Report, we consider whether this report includes the disclosures required by applicable legal requirements.



Damian Byrne (Senior Statutory Auditor) for and on behalf of PricewaterhouseCoopers Chartered Accountants and Statutory Auditors Dublin

28 September 2018

## STATEMENT OF COMPREHENSIVE INCOME Financial Year Ended 31 December 2017

|   | Notes | 2017<br>£       | 2016<br>£   |
|---|-------|-----------------|-------------|
| Turnover  | 2     | 1,322,475       | 2,763,072   |
| Cost of sales   |       | (1,015,745)     | (2,114,368) |
| Gross profit  |       | 306,730         | 648,704     |
| Operating expenses  |       | (236,146)       | (755,548)   |
|   |       |                 |             |
| Operating profit/(loss)                                       | 3     | 70 <u>,</u> 584 | (106,844)   |
| Interest receivable and similar income                        | 4     | 348             | 691         |
| Profit/(loss) on ordinary activities before taxation          |       | 70.932          | (106,153)   |
| Taxation  | 5     | (11,794)        | 16,447      |
| Profit/(loss) for the financial year                          |       | 59,138          | (89,706)    |
| Other comprehensive income for the financial year, net of tax |       |                 |             |
| Total comprehensive income/(loss) for the financial year      |       | 59,138          | (89,706)    |

All amounts for the year ended 31 December 2017 relate to continuing operations of the company.

## **Vision Consulting Limited**

## BALANCE SHEET As at 31 December 2017

|   | Notes | 2017<br>£ | 2016<br>£ |
|---|-------|-----------|-----------|
| Fixed assets                                    |       |           |           |
| Tangible fixed assets                           | 6     | 1,471     | 4,659     |
| Current assets                                  |       |           |           |
| Debtors   | 7     | 1,627,030 | 801,378   |
|   | 9     |           | •         |
| Deferred tax asset                              | 9     | 2,881     | 14,675    |
| Cash at bank and in hand                        |       |           | 712,980   |
|   |       | 1,629,911 | 1,529,033 |
| Creditors - amounts falling due within one year | 8     | (208,859) | (170,307  |
| Net current assets                              |       | 1,421,052 | 1,358,726 |
| Total assets less liabilities                   |       | 1,422,523 | 1,363,385 |
|   |       |           | ·         |
| Capital and reserves                            |       |           |           |
| Called up share capital - presented as equity   | 10    | 1,000     | 1,000     |
| Share premium account                           |       | 139,897   | 139,897   |
| Profit and loss account                         |       | 1,281,626 | 1,222,488 |
| Equity shareholders' funds                      |       | 1,422,523 | 1,363,385 |
| Equity Siturbilionation familia                 |       | 1,722,020 | 1,000,000 |

On behalf of the board

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Registered Number: SC148604

## STATEMENT OF CHANGES IN EQUITY Financial Year Ended 31 December 2017

|  | Called-up<br>share capital<br>presented | Share<br>premium | Profit and loss account | Total     |
|--|---|------------------|-------------------------|-----------|
|  | as equity<br>£                          | £                | £                       | £         |
| Balance at 1 January 2016  | 1,000                                   | 139,897          | 1,312,194               | 1,453,091 |
| Loss for the financial year Other comprehensive income for the financial   | -                                       | -                | (89,706)                | (89,706)  |
| year   |   |                  | <del>_</del>            | <u></u>   |
| Total comprehensive loss for the financial year                            |   |                  | (89,706)                | (89,706)  |
| Balance at 31 December 2016  | 1,000                                   | 139,897          | 1,222,488               | 1,363,385 |
| Balance at 1 January 2017  | 1,000                                   | 139,897          | 1,222,488               | 1,363,385 |
| Profit for the financial year Other comprehensive income for the financial | -                                       | -                | 59,138                  | 59,138    |
| year   | -                                       | _                | -                       | -         |
| Total comprehensive income for the financial year                          |   |                  | 59,138                  | 59,138    |
| Balance at 31 December 2017  | 1,000                                   | 139,897          | 1,281,626               | 1,422,523 |

#### NOTES TO THE FINANCIAL STATEMENTS

#### 1 Accounting policies

The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **Basis of preparation**

The financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value.

The financial statements of Vision Consulting Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

#### Critical accounting judgements and estimation uncertainty

Estimates and judgements made in the process of preparing the entity financial statements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The directors make estimates and assumptions concerning the future in the process of preparing the entity financial statements. 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 financial year are addressed below.

#### (i) Impairment of debtors

The directors make an assessment at the end of each financial year of whether there is objective evidence that a trade or other debtor is Impaired. When assessing impairment of trade and other debtors, the directors consider factors including the current credit rating of the debtor, the age profile of outstanding invoices, recent correspondence and trading activity, and historical experience of cash collections from the debtor. See note 7 for the net carrying amount of the debtors and the impairment loss recognised in the financial year.

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the company's financial statements.

#### "Small Company" disclosure exemptions

The company meets the criteria to qualify as a "Small Company" under the Companies Acts 2006 (Amendment). Therefore, a cashflow statement has not been presented as the directors have availed of the exemption in Section 1A of FRS 102. In addition under Section 414B of the the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 the company is entitled to small companies exemption in relation to the preparation of a strategic report for a financial year.

#### Revenue recognition

In relation to the different types of income generated by the group, the revenue recognition policy is as follows:

#### Consulting services (time and materials basis)

Revenue is recognised in the period the services are delivered, typically billed on a monthly basis and the expenses of providing these services are recognised as incurred.

### Consulting services (fixed price basis)

Revenues from such services are recognised as the work is completed on a percentage of completion basis. Hours expended as a percentage of total expected hours is the method adopted. Expenses of providing these services are recognised as incurred.

#### 1 Accounting policies - continued

#### Other revenue

Interest income

Interest income is recognised using the effective interest rate method. Interest income is presented as interest receivable and similar income in the profit and loss account.

#### Depreciation

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost of each asset on a straight line basis over its expected useful life as follows:

Office equipment 5 years

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each financial year. The effect of any change in either residual values or useful lives is accounted for prospectively.

#### Income tax

Income tax expense for the financial year comprises current and deferred tax recognised in the financial year. Income tax expense is presented in the same component of total comprehensive income (profit and loss account or other comprehensive income) or equity as the transaction or other event that resulted in the income tax expense.

Current or deferred taxation assets and liabilities are not discounted.

#### (i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the financial year or past financial years. Current tax is measured at the amount of current tax that is expected to be paid using tax rates and laws that have been enacted or substantively enacted by the end of the financial year.

The directors periodically evaluate positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. A current tax liability is recognised where appropriate and measured on the basis of amounts expected to be paid to the tax authorities.

#### (ii) Deferred tax

Deferred tax is recognised in respect of timing differences, which are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in financial years different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the end of each financial year with certain exceptions. Unrelieved tax losses and other deferred tax assets are recognised only when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the end of each financial year end and that are expected to apply to the reversal of the timing difference.

#### Financial instruments

The company has chosen to adopt the Sections 11 and 12 of FRS 102 in respect of financial instruments.

#### 1 Accounting policies - continued

#### Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances, are initially recognised at transaction price. At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. The impairment loss is recognised in profit or loss. Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

#### Financial liabilities

Basic financial liabilities, including trade and other payables, loans from fellow group companies are initially recognised at transaction price. These are subsequently carried at amortized costs, using the effective interest method. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

#### **Employee benefits**

The company provides a range of benefits to employees, including short term employee benefits such as annual bonus arrangements and paid holiday arrangements and post-employment benefits (in the form of defined benefit or defined contribution pension plans).

#### (i) Short term employee benefits

Short term employee benefits, including paid holiday arrangements and other similar non-monetary benefits, are recognised as an expense in the financial year in which employees render the related service. The company operates an annual bonus plan for employees. An expense is recognised in the profit and loss account when the company has a present legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

### Post-employment benefits

Defined contribution plan

The company operates a defined contribution pension scheme for certain employees. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension charge represents the amounts payable by the company to the fund in respect of the period. The charge was earned by the employee.

#### Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at exchange rates ruling at the balance sheet date and revenues, costs and non-monetary assets at the exchange rates ruling at the dates of the transactions.

Profits and losses arising from foreign currency translations and on settlement of amounts receivable and payable in foreign currency are dealt with in the profit and loss account.

Monetary assets are money held and amounts to be received in money; all other assets are non-monetary assets.

#### Leased assets - operating leases

Operating leases do not transfer substantially all the risks and rewards of ownership to the lessor. Payments under operating leases are recognised in the profit and loss account on a straight-line basis over the period of the lease.

#### 2 Turnover

Turnover represents the amounts invoiced during the year for the provision of services in the United Kingdom and is stated net of value added tax. Segmental analysis of the turnover has not been disclosed in the financial statements because it is the directors' opinion that this disclosure would be seriously prejudicial to the company's interest.

| 3 Operating profit/(loss)                         | 2017<br>£ | 2016<br>£ |
|---|-----------|-----------|
| Operating profit/(loss) is stated after charging: |           |           |
| Wages and salaries                                | 354,262   | 397,751   |
| Social welfare costs                              | 53,136    | 65,463    |
| Pension costs (note 11)                           | 62,710    | 71,968    |
| Total wages and salaries                          | 470,108   | 535,182   |
| Depreciation charge                               | 3,189     | 3,628     |
| Operating leases rentals on land and buildings    | 38,109    | 34,056    |
| Foreign exchange loss                             | 4,140     | 58,055    |

The audit fee is borne by another company within the group.

The average number of persons employed by the company during the year was 9 (2016: 9).

For the financial year ended 31 December 2017, there were no remunerations paid to the directors of the company (2016: nil).

| 4 | Interest receivable and similar income                                    | 2017<br>£         | 2016<br>£         |
|---|---|-------------------|-------------------|
|   | Bank interest receivable  | 348               | 691               |
| 5 | Taxation  | 2017<br>£         | 2016<br>£         |
|   | Corporation tax:  |                   |                   |
|   | Current year charge Adjustment in respect of prior periods                | -                 | (3,846)           |
|   | Deferred tax Reversal of timing differences Impact of change in tax rates | 13,411<br>(1,617) | (15,081)<br>2,480 |
|   | Total deferred tax charge   | 11,794            | (12,601)          |
|   | Tax on profit on ordinary activities                                      | 11,794            | (16,447)          |

## 5 Taxation - continued

The current tax charge for the period is different to the standard rate of corporation tax in the UK applied to operating profit/(loss) before taxation. The differences are explained below:

|   |   | 2017<br>£                | 2016<br>£                  |
|---|---|--------------------------|----------------------------|
|   | Profit/(loss) on ordinary activities before tax   | 70,392                   | (106,153)                  |
|   | Current tax at 19% (2016: 20%)  | 13,477                   | (21,231)                   |
|   | Effect of:  Expenses not deductible for tax purposes Impact of change in tax rates  Total tax charge/(credit) | 86<br>(1,769)<br>11,794  | 2,303<br>2,481<br>(16,447) |
|   | Refer to note 9 for details in respect of deferred tax balance.   |                          |                            |
| 6 | Tangible fixed assets   | Office<br>equipment<br>£ | Total<br>£                 |
|   | Cost At 31 December 2016 Additions Disposals  | 34,751<br>-<br>-         | 34,751<br>-<br>-           |
|   | At 31 December 2017   | 34,751                   | 34,751                     |
|   | Accumulated depreciation At 31 December 2016 Depreciation charge Disposals                                    | 30,092<br>3,188          | 30,092<br>3,189            |
|   | At 31 December 2017   | 33,280                   | 33,280                     |
|   | Net book value At 31 December 2016  | 4,659                    | 4,659                      |
|   | At 31 December 2017   | 1,471                    | 1,471                      |

| 7 | Debtors  | 2017<br>£ | 2016<br>£ |
|---|--|-----------|-----------|
|   | Trade debtors  | 351,030   | 506,196   |
|   | Prepayments and accrued income                               | 8,934     | 27,175    |
|   | Amounts owing from parent and fellow subsidiary undertakings | 1,263,220 | 264,161   |
|   | Other receivables  | 3,846     | 3,846     |
|   |  | 1,627,030 | 801,378   |

Amounts owing from parent and fellow subsidiary undertakings are unsecured, interest free and repayable on demand.

Trade debtors are after provision for impairment of £Nil (2016: £Nil).

| 8 | Creditors - amounts falling due within one year | 2017<br>£ | 2016<br>£ |
|---|---|-----------|-----------|
|   | Trade creditors                                 | 96,106    | 73,402    |
|   | Other taxation and social security              | 13,146    | 82,438    |
|   | Corporation tax payable                         | -         | -         |
|   | Accruals and deferred income                    | 87,301    | 14,467    |
|   | Bank overdraft                                  | 12,306    | -         |
|   |   | 208,859   | 170,307   |

Amounts owed to group companies are unsecured, interest free and repayable on demand.

## 9 Deferred tax asset

The amount recognised in respect of deferred taxation represents an asset arising on accelerated capital allowances and short term timing differences expected to crystallise in the foreseeable future.

| The deferred tax asset is as set out below:  | 2017<br>£ | 2016<br>£ |
|--|-----------|-----------|
| Accelerated capital allowances   | 1,618     | 1,466     |
| Short term timing differences  | 1,263     | 13,209    |
|  | 2,881     | 14,675    |
| 10 Called up share capital - presented as equity                                   | 2017<br>£ | 2016<br>£ |
| Authorised:<br>1,000 ordinary shares of £1 each (2016: 1,000)                      | 1,000     | 1,000     |
| Allotted, called up and fully paid: 1,000 ordinary shares of £1 each (2016: 1,000) | 1,000     | 1,000     |

#### 10 Called up share capital - presented as equity - continued

There is a single class of equity shares. There are no restrictions on the distribution of dividends and the repayment of capital. All shares carry equal voting rights and rank for dividends to the extent to which the total amount on each share is paid up.

#### 11 Pensions

The company pays contributions into a defined contribution group pension scheme on behalf of certain employees. Contributions which are charged to the profit and loss account as incurred amount to £62,710 (2016: £71,968) in the year.

## 12 Related party transactions

The company has availed of the exemption contained in Section 33.1A of FRS 102 "Related Party Disclosures" in respect of wholly owned subsidiary undertakings and has not disclosed related party transactions within the group.

During the financial year Vision Consulting Limited (Scotland) has sold consultancy services to Together Energy Limited totalling €81,000 (2016: €Nil). €72,000 were outstanding at the end of the financial year.

#### 13 Ultimate parent company

The immediate and ultimate parent undertaking is Vision Holdings Limited, a company incorporated in the Republic of Ireland.

Group financial statements have not been prepared for Vision Holdings Limited as the company is exempt from the obligation under Section 297 of the Companies Act 2014 (Irish Company Law).

## 14 Directors' and secretary's shareholdings

The beneficial interests, including family interests of the directors and secretary in office at 31 December 2017 in the share capital of any group company at 31 December 2016 and 31 December 2017 were as follows:

|                         |             | nary shares<br>012697 each |
|-------------------------|-------------|----------------------------|
| Vision Holdings Limited | 2017        | 2016                       |
|                         | £           | £                          |
| William Glennon         | 33,589,000  | 33,589,000                 |
| Gerald Adams            | _11,198,000 | 11,198,000                 |

No key management personnel have been identified outside the directors of the company (2016: none).

## 15 Operating leases

At 31 December 2017, the company had total commitments of £Nil (2016: £28,836) under non-cancellable operating leases in respect of premises. The total commitment of this lease is as follows:

|                            | Land ar   | id buildings |
|----------------------------|-----------|--------------|
|                            | 2017<br>£ | 2016<br>£    |
| Within one year            | -         | 28,836       |
| Between two and five years | -         | -            |
| More than five years       | <u> </u>  | <u> </u>     |
|                            | <u> </u>  | 28,836       |

## 16 Approval of financial statements

The directors approved the financial statements on 28 September 2018.