SSD UK Limited

Annual report and financial statements

Registered number 03378281

4 month period ended 31 March 2021

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Company information

Directors
P J G Dickinson
J M Williams

Secretary
Mitie Company Secretarial Services Limited

Registered office
Level 12
The Shard
32 London Bridge Street
London
SE1 9SG

Auditor
Grant Thornton UK LLP
Statutory Auditor
1st Floor
One Valpy
20 Valpy Street
Reading
RG1 1AR

Directors' report

The Directors present the annual report and audited financial statements of SSD UK Limited for the 4-month period ended 31 March 2021.

The Company is an indirect subsidiary of Mitie Group plc. Mitie Group plc, together with its subsidiaries, comprise the "Group". The Group acquired the Company on 30 November 2020.

Strategic report
The Directors have taken advantage of the exemption provided by Section 414B of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 from preparing a strategic report.

Review of the business
The principal activity of the Company was specialist window cleaning, but the Company has ceased trading.

The Company changed its accounting reference date from 30 November to 31 March. Consequently, the results for the period ended 31 March 2021 and the balance sheet at that date constitute a shortened accounting period of 4 months. The previous accounting period was for the 11 months from 1 January 2020 to 30 November 2020.

As shown in the income statement on page 9, the Company's revenue for the 4-month period was £nil (11 months ended 30 November 2020: £nil) and the loss for the period was £64,000 (11 months ended 30 November 2020: £36,000 profit). This reflected the impact of the cessation of trade, with only finance costs of £1,000 and tax charges of £63,000 being recognised in the income statement.

On 13 May 2020, Interserve Group Limited ("IGL") announced that it was subject to a cyber-attack which affected elements of IGL's IT systems (including enterprise resource planning and human resource systems), including elements related to Interserve. Once the cyber-attack was discovered, IGL commenced work with the National Cyber Security Centre and strategic response team to investigate, contain and remedy the situation. Refer to Note 11 for further details of this and the indemnity protection provided by How Group Limited, a subsidiary of IGL.

Going concern
As explained above, the Company has ceased trading. The Directors have therefore prepared the financial statements on a basis other than that of a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis.

Directors
The Directors who held office during the period and up to the date of signing the financial statements were:

Director	Date of appointment	Date of resignation
P G Clark		1 April 2021
P J G Dickinson		
J P Flanagan		31 January 2021
S C Kirkpatrick		27 August 2021
J M Williams	12 March 2021	

Directors' indemnity
A qualifying third-party indemnity provision as defined in Section 234 of the Companies Act 2006 is in force for the benefit of certain of the Directors listed above in respect of liabilities incurred as a result of their office to the extent permitted by law.

Dividends
No dividend was declared or paid in the period (11 months ended 30 November 2020: £nil).

Directors' report *(continued)*

COVID-19 and current trading
In line with the Group approach, the Company established three overriding priorities to guide its response to the COVID-19 crisis: protecting the health and safety of colleagues, customers, other business partners and the communities that it serves; ensuring that its business is able to continue to operate with minimal disruption; and to deliver the essential services it provides to its customers.

As the Company has ceased trading, the COVID-19 pandemic had limited impact on the Company's performance for the 4-month period ended 31 March 2021.

Financial risk management
The Company does not enter into any hedging instruments, or any financial instruments for speculative purposes. Any requirement for additional funding is managed as part of the overall Group financing arrangements.

Future developments
It is expected that the Company will become dormant in the future.

Post balance sheet events
There have been no significant events since the balance sheet date.

Disclosure of information to auditor
Each Director in office at the date of approval of these financial statements confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that ought to have been taken as a director to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with Section 418 of the Companies Act 2006.

Auditor
The auditor for the year commencing 1 April 2021 will be appointed pursuant to Sections 485 and 487 of the Companies Act 2006.

On behalf of the Board

DocuSigned by:
Jeremy Williams
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J M Williams
Director

Level 12
The Shard
32 London Bridge Street
London
SE1 9SG

9 December 2021

Statement of Directors' responsibilities in respect of the Annual report and financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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 and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- 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 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 are also responsible for prevention and detection of fraud and other irregularities.

Independent auditor's report to the members of SSD UK Limited

Opinion

We have audited the financial statements of SSD UK Limited (the "company") for the period from 1 December 2020 to 31 March 2021, which comprise the Income statement, the Balance sheet, the Statement of changes in equity 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 101 *Reduced Disclosure Framework* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its loss for the period 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.

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 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.

Emphasis of matter – financial statements prepared on a basis other than going concern

We draw attention to Note 1c of the financial statements which explains that the company has ceased trading, and the directors therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis other than going concern, as described in Note 1c. Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, 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.

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 period 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.

Independent auditor's report to the members of SSD UK Limited *(continued)*

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

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 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 take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

How we obtained an understanding of the legal and regulatory framework

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and industry in which it operates through our commercial and sector experience; making enquiries of management including the company's legal counsel, Commercial Directors responsible for legal and contractual compliance procedures and those charged with governance; and inspection of the company's legal correspondence. We corroborated our enquiries through our review of board minutes; other relevant correspondence received from legal advisors, regulatory bodies and customers; and discussed relevant matters directly with the company's external legal advisors.

Which laws and regulations we identified as being significant in the context of the company

- Through the understanding that we obtained, we determined the most significant legal and regulatory frameworks which are directly relevant to specific assertions in the financial statements are those related to the reporting frameworks including United Kingdom Accounting Standards including Financial Reporting Standard 101 *Reduced Disclosure Framework*; the Companies Act 2006; Contract Law; GDPR requirements; and the relevant taxation legislation.

Independent auditor's report to the members of SSD UK Limited *(continued)*

How we assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur

- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by considering management's incentives and opportunities for manipulation of the financial statements. This included the evaluation of the risk of management override of controls. We determined that the principal risks were in relation to the estimation and judgemental areas with a risk of fraud including potential management bias, and through management override of controls.

- Our audit procedures included:
  - Making enquiries of management concerning the company's policies and procedures relating to the identification, evaluation and compliance with laws and regulations; the detection and response to the risks of fraud; and the establishment of internal controls to mitigate risks related to fraud or non-compliance with laws and regulations. We also enquired with management and those charged with governance whether they were aware of any instances of non-compliance with laws and regulations, or whether they had any knowledge of actual, suspected, or alleged fraud. We were informed of the cyber breach disclosed in the Directors' report of the financial statements which may have resulted in non-compliance with GDPR regulation during the prior period.
  - Gaining an understanding of the controls that management has in place to prevent and detect fraud;
  - Challenging significant accounting assumptions, estimates and judgements made by management, including those relevant to the areas with a risk of fraud, including potential management bias;
  - Using data interrogation software and our understanding of the company to identify and test large or unusual journal entries which may indicate a higher risk of fraud;
  - Gaining an understanding of and testing significant identified related party transactions;
  - Assessing the extent of compliance with the relevant laws and regulations as part of our audit procedures on the related financial statement item; and
  - Performing audit procedures to consider the compliance of disclosures in the financial statements with applicable financial reporting requirements.
- Our audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. However, detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as those irregularities that result from fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.

How we assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulations

- Our assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
  - Understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
  - Knowledge of the industry in which the company operates;
  - Understanding of the relevant legal and regulatory frameworks specific to the company including: the provisions of the applicable legislation; the regulators rules and related guidance, including guidance issued by relevant authorities that interprets those rules; and the applicable statutory provisions.

Which matters about non-compliance with laws and regulations and fraud were communicated with the audit team

- Communications within the audit team in respect of potential non-compliance with laws and regulations and fraud included the potential for fraud in relation to the estimation and judgemental areas with a risk of fraud, including potential management bias, and through management override of controls in the preparation of the financial statements.

Independent auditor's report to the members of SSD UK Limited *(continued)*

Use of our report

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 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.

DocuSigned by:
Grant Thornton UK LLP
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Paul Holland BSc BFP FCA
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Reading

09 December 2021

Income statement

	Note	**4 months ended 31 March 2021 £000**	11 months ended 30 November 2020 £000
Cost of sales		**-**	41
Gross profit		**-**	41
Finance costs	*5*	**(1)**	-
(Loss)/profit before tax		**(1)**	41
Tax	*6*	**(63)**	(5)
(Loss)/profit for the period		**(64)**	36

The notes on pages 12 to 20 form an integral part of the financial statements.

The results for the period are wholly attributable to the discontinued operations of the Company.

There were no items of other comprehensive income recognised during the current or prior periods. Accordingly, no statement of comprehensive income has been prepared.

Balance sheet

	Note	**31 March 2021 £000**	Restated[1] 30 November 2020 £000
Non-current assets			
Deferred tax assets	*9*	-	63
Total non-current assets		-	63
Current assets			
Trade and other receivables	*7*	**1**	3
Cash and cash equivalents		**26**	25
Total current assets		**27**	28
Current liabilities			
Trade and other payables	*8*	**(127)**	(127)
Current tax payable		**(18)**	(18)
Total current liabilities		**(145)**	(145)
Net current liabilities		**(118)**	(117)
Net liabilities		**(118)**	(54)
Equity			
Share capital	*10*	**2,170**	2,170
Retained losses	*10*	**(2,288)**	(2,224)
Total equity		**(118)**	(54)

Note:
1. Balances as at 30 November 2020 have been re-presented to an alternative format. See Note 1c.

The notes on pages 12 to 20 form an integral part of the financial statements.

The financial statements of SSD UK Limited, company number 03378281, were approved by the Board of Directors and authorised for issue on 9 December 2021 and were signed on its behalf by:

DocuSigned by:
Jeremy Williams
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J M Williams
Director

Statement of changes in equity

	Share capital £000	Retained losses £000	Total equity £000
At 1 January 2020	2,170	(2,260)	(90)
Profit for the period	-	36	36
Total comprehensive income	-	36	36
At 30 November 2020	2,170	(2,224)	(54)
At 1 December 2020	**2,170**	**(2,224)**	**(54)**
Loss for the period	-	**(64)**	**(64)**
Total comprehensive expense	-	**(64)**	**(64)**
At 31 March 2021	**2,170**	**(2,288)**	**(118)**

The notes on pages 12 to 20 form an integral part of the financial statements.

Notes

1 Accounting policies, judgements and estimates

a) General information

SSD UK Limited, (the "Company") is a private company limited by shares and is incorporated in England and Wales and domiciled in the UK. Details of the Company's activities are set out in the Directors' report.

b) Statement of compliance with FRS 101

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

c) Basis of preparation

Going concern

As explained in the Directors' report, the Company has ceased trading. The Directors have therefore prepared the financial statements on a basis other than that of a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis.

Notes *(continued)*

1 Accounting policies, judgements and estimates *(continued)*

FRS 101 exemptions
In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a cash flow statement and related notes;
- comparative period reconciliations for share capital;
- the statement of compliance with Adopted IFRS;
- the presentation of a third or opening balance sheet as at 1 January 2020;
- disclosures in respect of capital management;
- the effects of new but not yet effective IFRSs;
- disclosures in respect of the compensation of Key Management Personnel; and
- disclosure in respect of related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

As the consolidated financial statements of Mitie Group plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instruments: Disclosures*.

Accounting standards that are newly effective in the current period
There are no new and mandatorily effective standards in the period that would have a material impact on the financial statements.

Prior period restatements
Re-presentation to an alternative format
The Company has elected to adopt an alternative statutory format prescribed in the Accounting Regulations for the primary financial statements as permitted by FRS 101 and the Accounting Regulations, allowing for a format to be applied that is consistent with that of the consolidated IFRS Mitie Group plc annual report and accounts. The impact of the restatement on the balance sheet as at 30 November 2020 is shown below. This restatement represents: the separate presentation on the face of the balance sheet of deferred tax and current tax; and the presentation of assets and liabilities on a current and non-current basis. There has been no change in net assets. As there was also no change to the net assets as at 1 January 2020, a similar analysis has not been presented for that date.

30 November 2020	As previously reported £000	Reclassification £000	**As restated £000**
Non-current assets			
Deferred tax assets	-	63	**63**
Current assets			
Trade and other receivables	66	(63)	**3**
Cash and cash equivalents	25	-	**25**
Current liabilities			
Trade and other payables	(145)	18	**(127)**
Current tax payable	-	(18)	**(18)**
Net liabilities	(54)	-	**(54)**

Notes *(continued)*

1 Accounting policies, judgements and estimates *(continued)*

Measurement convention
The financial statements are prepared on the historical cost basis.

d) Significant accounting policies

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Taxation
The tax charge represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based upon tax rates and legislation that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities or when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Financial instruments – classification and measurement
Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes party to the contractual provisions of the instrument. The Company derecognises financial assets and liabilities only when the contractual rights and obligations are transferred, discharged or expire.

Financial assets comprise cash and cash equivalents, and trade and other receivables. The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

Cash and cash equivalents include cash in hand, demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. All of the Company's cash flows from customers are solely payments of principal and interest, and do not contain a significant financing component. Financial assets generated from all of the Company's revenue streams are therefore initially measured at their transaction price and are subsequently remeasured at amortised cost.

Financial liabilities comprise trade and other payables. These are measured at initial recognition at fair value and subsequently at amortised cost. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis in the income statement.

Financial instruments – impairment of financial assets
The Company recognises a loss allowance for expected credit losses ("ECLs") on all receivable balances from customers subsequently measured at amortised cost, using a lifetime credit loss approach. Under this approach, the Company recognises a loss allowance based on lifetime ECLs at each reporting date. ECLs are calculated on the basis of historic and forward-looking data on default risk which is applied to customers with common risk characteristics such as sector type.

Notes *(continued)*

1 Accounting policies, judgements and estimates *(continued)*

Provisions and contingent liabilities
Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where management expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

No provisions are recognised and only a disclosure in the financial statements is made for contingent liabilities. Contingent liabilities are possible obligations dependent on whether some uncertain future event occurs, or where a present obligation exists but payment is not probable, or the amount of payment cannot be measured reliably.

e) Critical accounting judgements and key sources of estimation uncertainty
The preparation of the financial statements under FRS 101 requires management to make judgements, estimates and assumptions that affect amounts recognised for assets and liabilities at the reporting date and the amounts of revenue and expenses incurred during the reporting period. Actual results may differ from these judgements, estimates and assumptions.

Critical judgements in applying the Company's accounting policies
There were no critical judgements that had significant effects on the amounts recognised in the financial statements.

Key sources of estimation uncertainty
The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Provisions and contingent liabilities
The Company is, from time to time, party to legal proceedings and claims that are in the ordinary course of business. Judgements are required in order to assess whether these legal proceedings and claims are probable and the liability can be reasonably estimated, resulting in a provision or, alternatively, whether the items meet the definition of contingent liabilities.

The Company has disclosed a contingent liability in relation to a cyber incident. On 13 May 2020, IGL announced it was subject to a cyber-attack which affected elements of IGL's IT systems (including enterprise resource planning and human resource systems), including elements related to Interserve. The Information Commissioner's Office (the "ICO") has advised IGL that it considers it likely that IGL or members of the Interserve Group (which could include the Company) are in breach or likely to be in breach of certain articles of the UK GDPR and likely to be subject to regulatory action in respect of the matter which could result in a remedial order or fine. Management cannot predict the results of the ICO investigation and therefore the Company is unable to reliably estimate the amount of any potential fine at the reporting date. It has therefore been disclosed as a contingent liability due to uncertainty regarding the amount of the liability. Further details are included in Note 11.

2 Auditor's remuneration
The auditor's remuneration was borne by Mitiefm (Holdings) Limited, formerly Interservefm (Holdings) Ltd, in both the current and previous periods. No recharge (11 months ended 30 November 2020: £nil) was made to the Company.
Amounts receivable by the Company's auditor and its associates in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's ultimate parent, Mitie Group plc.

Notes *(continued)*

3 Staff numbers and costs

During the period an average of nil (11 months ended 30 November 2020: 1) full time equivalent employees (including Directors) worked for the Company. No costs were incurred in respect of the employee.

4 Directors' remuneration

The following Directors were also directors or employees of another Group company. They were remunerated by the company shown. It is not practicable to allocate their remuneration between their services as Directors of this Company and as directors or employees of other Group companies.

Director	Remunerated by	Disclosed by
P G Clark	Mitiefm Services Limited, formerly Interservefm Ltd	Mitiefm Services Limited, formerly Interservefm Ltd
P J G Dickinson	Mitie Limited	Mitie Limited
J P Flanagan	Mitie FM Limited, formerly Interserve (Facilities Management) Ltd	Mitie FM Limited, formerly Interserve (Facilities Management) Ltd
S C Kirkpatrick	Mitie Limited	Mitie Limited
J M Williams	Mitiefm Services Limited, formerly Interservefm Ltd	Mitiefm Services Limited, formerly Interservefm Ltd

5 Finance costs

	4 months ended 31 March 2021 £000	11 months ended 30 November 2020 £000
Interest payable to Group undertakings	**1**	-
Total	**1**	-

Notes *(continued)*

6 Tax

	4 months ended 31 March 2021 £000	11 months ended 30 November 2020[1] £000
Analysis of charge in the period		
UK corporation tax at *19% (11 months ended 30 November 2020: 19%)*		
Current tax on profit for the period	**-**	8
Adjustments in respect of prior periods	**-**	4
Total current tax	**-**	12
Deferred tax (see Note 9)		
Restatement of opening deferred tax balances	**-**	(7)
Adjustments in respect of prior periods	**63**	-
Total deferred tax	**63**	(7)
Total charge for the period	**63**	5

Note:
1. Balances for the 11 months ended 30 November 2020 have been re-presented to be consistent with current period disclosures.

Reconciliation of effective tax rate	**4 months ended 31 March 2021 £000**	11 months ended 30 November 2020 £000
(Loss)/profit before tax	**(1)**	41
Tax using the UK corporation tax rate of 19% (11 months ended 30 November 2020: 19%)	**-**	8
Restatement of opening deferred tax balances	**-**	(7)
Adjustments in respect of prior periods	**63**	4
Total tax charge	**63**	5

The UK corporation tax rate was due to reduce from 19% to 17% from 1 April 2020. This change is no longer occurring and as a consequence a credit of £nil (11 months ended 30 November 2020: £7,000) has been included in the tax charge. Deferred tax assets (Note 9) reflect this change.

The main rate of UK corporation tax will remain at 19% until 1 April 2023 when it will increase to 25%. This future corporation tax rate change is not expected to have a material impact on the Company's financial statements.

Notes *(continued)*

7 Trade and other receivables

	31 March 2021 £000	Restated[1] 30 November 2020 £000
Trade receivables	**-**	3
Amounts owed by Group undertakings	**1**	-
Total	**1**	3

Note:
1. Balances as at 30 November 2020 have been re-presented to an alternative format. See Note 1c.

In the opinion of the Directors, the fair value does not materially differ from the carrying value.

Amounts owed by Group undertakings are repayable on demand.

8 Trade and other payables

	31 March 2021 £000	Restated[1] 30 November 2020 £000
Trade payables	**-**	6
Amounts owed to Group undertakings	**124**	100
Accruals	**-**	21
Other payables	**3**	-
Total	**127**	127

Note:
1. Balances as at 30 November 2020 have been re-presented to an alternative format. See Note 1c.

Amounts owed to Group undertakings are repayable on demand.

Included within amounts owed to Group undertakings above is £nil (30 November 2020: £100,000) relating to interest bearing loans (30 November 2020: at 5% per annum) and £100,000 (30 November 2020: £nil) relating to interest free loans.

Notes *(continued)*

9 Deferred tax assets

Deferred tax assets are attributable to the following:

	31 March 2021 £000	30 November 2020 £000
Property, plant and equipment	-	63
	-	63

Movement in deferred tax during the period

	1 December 2020 £000	Recognised in income £000	31 March 2021 £000
Property, plant and equipment	63	(63)	-
	63	(63)	-

Movement in deferred tax during the prior period

	1 January 2020 £000	Recognised in income £000	30 November 2020 £000
Property, plant and equipment	56	7	63
	56	7	63

The UK corporation tax rate was due to reduce from 19% to 17% from 1 April 2020. This change is no longer occurring and as a consequence a credit of £nil (11 months ended 30 November 2020: £7,000) has been included in the tax charge.

10 Equity

Share capital authorised and fully paid	31 March 2021 Number	30 November 2020 Number	31 March 2021 £000	30 November 2020 £000
Ordinary shares				
Ordinary shares at £1 each	**2,170,000**	2,170,000	**2,170**	2,170

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Retained losses
This comprises the retained earnings and losses of the Company, less amounts distributed to the Company's shareholder.

Notes *(continued)*

11 Contingent liabilities

Cyber incident

On 13 May 2020, IGL announced that it was subject to a cyber-attack which affected elements of IGL's IT systems (including enterprise resource planning and human resource systems), including elements related to the Company. Once the cyber-attack was discovered, IGL commenced work with the National Cyber Security Centre and strategic response team to investigate, contain and remedy the situation. The attack was reported to the ICO on 5 May 2020. The ICO has advised IGL that it considers it likely that IGL or members of the Interserve Group (which could include the Company) are in breach or likely to be in breach of certain articles of the UK GDPR and that IGL or members of the Interserve Group (which could include the Company) are likely to be subject to regulatory action in respect of the matter which could result in a remedial order or fine. The share purchase agreement entered into for the acquisition of Interserve gives the Group the benefit of indemnity protection provided by How Group Limited, a subsidiary of IGL, for a two-year period from the Interserve acquisition date. This is expected to be sufficient to cover any penalty imposed by the ICO in relation to Interserve entities, however, the results of the ICO investigation cannot be predicted and the Group may be liable to pay a penalty that exceeds the level of indemnity cover of £40 million. Management understands that the ICO investigation is ongoing. However, whilst any fine is likely to be issued within the two-year period covered by the SPA indemnity, the Company is unable to reliably estimate the amount of any potential fine at the reporting date.

12 Related parties

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries within the Group.

13 Subsequent events

There were no material post balance sheet events that require adjustment or disclosure.

14 Ultimate parent company and parent company of larger group

The Company is a subsidiary undertaking of Mitie Specialist Services (Holdings) Limited, formerly Interserve Specialist Services (Holdings) Limited, which is the immediate parent company incorporated in England and Wales. The ultimate controlling party is Mitie Group plc, a company incorporated in Scotland with its registered office at 35 Duchess Road, Rutherglen, Glasgow, G73 1AU. Mitie Group plc is the parent company of the largest and smallest groups into which the accounts of the Company are consolidated. The consolidated financial statements of Mitie Group plc are available to the public and may be obtained from the Company Secretary at Level 12, The Shard, 32 London Bridge Street, London, SE1 9SG or from www.mitie.com.