

Company registration number: 05696240 (England and Wales)

**BENEFIT ADMINISTRATION
GATEWAY LTD**

Unaudited Annual report and financial
statements

For the period ended 30 April 2020

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Directors' report

The directors present their report together with the unaudited financial statements of the company for the year ended 30 April 2020. The company is dormant and has not traded during the period.

Acquisition

On 14 September 2018, Benefex Holdings Limited completed investment from Bain Capital, replacing the Business Growth Fund. As part of the transaction Zellis Holdings Limited (Previously called Colour Bidco Limited), a wholly owned subsidiary of Zellis Topco Limited (Previously named Colour Topco Limited) invested in by Bain Capital, acquired 100% of the Benefex Holdings Limited share capital which ceased to be the ultimate parent company of Benefit Administration Gateway Limited. The results are now consolidated in Zellis Topco Limited. Following this investment, the company has transitioned to FRS 101.

Directors

The directors who served the company during the year were as follows:

G Elliott	(Resigned 28 February 2020)
M R Macri-Waller	
J R M Petter	
A R Kinch	(Appointed 13 December 2019)

Company Secretary

E Leppard	(Appointed 13 December 2019)
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Signed on behalf of the directors

M R Macri-Waller

Director
Mountbatten House
Grosvenor Square
Southampton
SO15 2JU

Matt Macri-Waller

Date 03/13/2021 | 14:51 GMT

BENEFIT ADMINISTRATION GATEWAY LTD
Unaudited Annual report and financial statements

Balance Sheet
At 30 April 2020

	Note	Year ended 30 April 2020	10 month period ended 30 April 2019
		£	£
Current assets			
Debtors	3	54	54
Creditors: amounts falling due within one year	4	(780)	(780)
		<u> </u>	<u> </u>
Net liabilities		<u><u>(726)</u></u>	<u><u>(726)</u></u>
Capital and reserves			
Called up share capital	6	1,000	1,000
Profit and loss account		(1,726)	(1,726)
		<u> </u>	<u> </u>
Shareholder's deficit		<u><u>(726)</u></u>	<u><u>(726)</u></u>

Statements:

- (a) The directors are satisfied that the company was entitled to exemption from audit of the financial statements for the year ended 30 April 2020 by virtue of section 480 of the Companies Act 2006 relating to dormant companies, and that no member or members have requested an audit pursuant to section 476 of the Companies Act 2006.
- (b) The directors acknowledge their responsibilities for:
- (i) ensuring the company keeps accounting records in accordance with Section 386, and
 - (ii) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the 10 month period and of its profit and loss for the 10 month period in accordance with the requirements of Section 393, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

These financial statements were approved by the directors and authorised for issue on 03/13/2021 | 14:51 GMT and are signed on their behalf by:

Matt Macri-Waller

M Macri-Waller
Director

Company registered number: 05696240

The notes on pages 5 and 6 form an integral part of the Financial Statements.

Notes**1. Dormant status**

The company was dormant (within the meaning of Section 480 of the Companies Act 2006) throughout the year ended 30 April 2020. The company has not traded during the year or the preceding 10 month period. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

2. Profit and loss account

The company did not trade during the year and has made neither a profit nor a loss. No Profit and Loss Account has therefore been prepared.

3. Debtors

	Year ended 30 April 2020	10 month period ended 30 April 2019
	£	£
Other debtors	<u>54</u>	<u>54</u>

4. Creditors: Amounts falling due within one year

	Year ended 30 April 2020	10 month period ended 30 April 2019
	£	£
Amounts owed to group undertakings	<u>780</u>	<u>780</u>

5. Related party transactions

As the company is a wholly owned subsidiary of Benefex Holdings Limited, the company has taken advantage of the exemption contained in FRS 101 and has therefore not disclosed transactions or balances with wholly owned subsidiaries which form part of the group.

6. Share capital**Allotted and called up:**

	Year ended 30 April 2020		10 month period ended 30 April 2019	
	No	£	No	£
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

7. Controlling party

On 14 September 2018, Benefex completed investment from Bain Capital, replacing Business Growth Fund who had previously invested in the business between 2011 and 2018. As part of the transaction Zellis Holdings Limited (Previously named Colour Bidco Limited) a wholly owned subsidiary of Zellis Topco Limited (Previously named Colour Topco Limited), invested in by Bain Capital Europe Fund IV LP, acquired 100% of the Benefex Holding Limited share capital.

The immediate parent company is Benefex Holdings Limited, a company registered in England and Wales. The ultimate parent company is Zellis Holdco S.à.r.l, a company registered in Luxembourg.

Notes (Continued)

7. Controlling party (Continued)

The Company is ultimately controlled by Bain Capital Europe Fund IV LP.

The smallest group in which the results of the Company from 14 September 2018 are consolidated is that headed by Zellis Holdings Limited, a company registered in England and Wales, with a registered office of Peoplebuilding 2, Peoplebuilding Estate, Maylands Avenue, Hemel Hempstead, Hertfordshire, HP2 4NW.

The largest group in which the results of the Company from 14 September 2018 are consolidated is that headed by Zellis Holdco S.à.r.l, a company registered in Luxembourg. Copies of both accounts can be obtained from Peoplebuilding 2, Peoplebuilding Estate, Maylands Avenue, Hemel Hempstead, Hertfordshire, HP2 4NW.