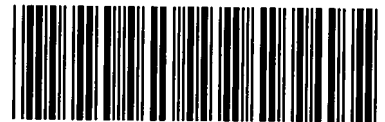


ASSURED SOLUTIONS HOLDINGS LIMITED

Financial Statements

31 January 2016

WEDNESDAY



A5LUBKAJ

A13

14/12/2016

#136

COMPANIES HOUSE

ASSURED SOLUTIONS HOLDINGS LIMITED

Financial Statements

Year ended 31 January 2016

Contents	Pages
Officers and professional advisers	1
Strategic report	2 to 3
Directors' report	4 to 5
Independent auditor's report to the members	6 to 7
Consolidated statement of comprehensive income	8
Consolidated statement of financial position	9
Company statement of financial position	10
Consolidated statement of changes in equity	11
Company statement of changes in equity	12
Consolidated statement of cash flows	13
Notes to the financial statements	14 to 27

ASSURED SOLUTIONS HOLDINGS LIMITED

Officers and Professional Advisers

The board of directors	A E Shaw Z Shaw
Company secretary	Z Shaw
Registered office	Med IC2 Keele University Business Park Newcastle Under Lyme Staffordshire ST5 5NH
Business address	Med IC2 Keele University Business Park Newcastle Under Lyme Staffordshire ST5 5NH
Auditor	DPC Accountants Limited Chartered accountant & statutory auditor Vernon Road Stoke on Trent Staffordshire ST4 2QY
Solicitors	RJS Solicitors G1 Bellringer Road Trentham Business Quarter Stoke on Trent ST4 8GB

ASSURED SOLUTIONS HOLDINGS LIMITED

Strategic Report

Year ended 31 January 2016

The directors present their report for the period ended 31st January 2016.

Business Review

Assured Solutions Holdings Limited continues to leverage the benefits delivery by its technology and software capability. Revenue has increased by 35.5% to £12.0M (2015 - £8.9M) and gross profit improved by 3.7% to £3.97M (2015 - £3.83M).

The groups strategic objective is to continue to develop its long standing client relationships, as well as maximising the considerable opportunities within the core markets that we work. We will focus on our strengths and experience in the retail and FMCG markets, primarily in the technology sector. The most attractive opportunities for the Group lie in providing talent management services, where we can build deeper strategic relationships with clients. Typically clients will be undergoing significant growth, transformation or change. We will seek out opportunities where we are able to offer Managed Service or RPO solutions.

Key Performance Indicators

Below are the metrics that have been identified as being aligned with the overall business strategy;
Revenue - 2016: £12.0M (2015: £8.9M)

Revenue has increased in the year as a result of strong contract growth primarily in the Technology markets.

Gross Profit - 2016: £3.97M (2015: £3.83M)

Margin has increased by 18%. Record NFI per consultant levels have been achieved within our IT contract business.

PBT - 2016: £0.24M (2015: £0.37M)

Profit before tax is slightly down year on year, however the Profit before tax number for 2016 includes exceptional costs of (£0.2M). This cost relates to the build of a new digital platform that has improved fee earner productivity.

Gross Profit % - 2016: 33% (2015: 43%)

Gross profit margin has decreased slightly compared to the prior year due to the increase in proportion of contract revenues compared to those from permanent recruitment.

Conversion % - 2016: 4% (2015: 8%)

Profit before tax as a percentage of gross profit has reduced as a result of the investment in a new digital platform.

Total Headcount - 2016: 82 (2015: 74)

Headcount has increased slightly compared to prior year. An additional 10 fee earners have been introduced into the business, offset by a reduction of 8 heads in Business operations as the group continues to drive efficiencies through back office functions.

Review of Business Risk

There are a range of risks facing the company and it seeks to mitigate exposure to all forms of risk.

Market and Competition

The group has a large number of contract to supply contract workers over the medium to long term. The contracts are with clients that will be undergoing significant growth, transformation or change. As a result, this insulates risk from competition and provides greater certainty in the business planning process.

ASSURED SOLUTIONS HOLDINGS LIMITED

Strategic Report *(continued)*

Year ended 31 January 2016

Market and Competition *(continued)*

Market forces dictate that existing business could be lost to competition therefore the group understands how important business development is to hit our objectives.

Credit risks

The group is exposed to credit risk from invoiced sales. The group has implemented policies that require appropriate credit checks on potential customers. Where obtainable our clients our credit insured to the value of debtor.

Interest rate risk

The group is subject to a variable interest rate on senior debt funding and as a consequence is exposed to any movements in interest rates. Currently the group is benefiting from low interest rates. The group does not seek to fix interest rates on its borrowings as the Board considers the exposure to interest rate risk acceptable, due to the levels of debt.

This report was approved by the board of directors on 1 December 2016 and signed on behalf of the board by:



A E Shaw
Director

ASSURED SOLUTIONS HOLDINGS LIMITED

Directors' Report

Year ended 31 January 2016

The directors present their report and the financial statements of the group for the year ended 31 January 2016.

Directors

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

A E Shaw
Z Shaw

Dividends

Particulars of recommended dividends are detailed in note 12 to the financial statements.

Future developments

The likely future developments of the business are included in the strategic report.

Events after the end of the reporting period

Particulars of events after the reporting date are detailed in note 27 to the financial statements.

Disclosure of information in the strategic report

The company has chosen in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out in the company's strategic report information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

The strategic report can be found on pages 2 to 3 of these financial statements.

Directors' responsibilities statement

The directors are responsible for preparing the strategic report, 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 the company and the profit or loss of the group for that period.

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

- select suitable accounting policies 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.

ASSURED SOLUTIONS HOLDINGS LIMITED

Directors' Report *(continued)*

Year ended 31 January 2016

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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the group and the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the group and the company's auditor is aware of that information.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on 1 December 2016 and signed on behalf of the board by:



A E Shaw
Director

ASSURED SOLUTIONS HOLDINGS LIMITED

Independent Auditor's Report to the Members of ASSURED SOLUTIONS HOLDINGS LIMITED

Year ended 31 January 2016

We have audited the financial statements of ASSURED SOLUTIONS HOLDINGS LIMITED for the year ended 31 January 2016 which comprise the consolidated statement of comprehensive income, consolidated statement of financial position, company statement of financial position, consolidated statement of changes in equity, company statement of changes in equity, consolidated statement of cash flows and the related notes. The 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 FRS 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 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.

Respective responsibilities of directors and auditor

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. 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 group's and the parent 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 strategic report and 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 group's and of the parent company's affairs as at 31 January 2016 and of the group's 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.

ASSURED SOLUTIONS HOLDINGS LIMITED

Independent Auditor's Report to the Members of ASSURED SOLUTIONS HOLDINGS LIMITED *(continued)*

Year ended 31 January 2016

Opinion on other matter prescribed by the Companies Act 2006

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

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.



Simon Owen (Senior Statutory Auditor)

For and on behalf of
DPC Accountants Limited
Chartered accountant & statutory auditor
Vernon Road
Stoke on Trent
Staffordshire
ST4 2QY

1 December 2016

ASSURED SOLUTIONS HOLDINGS LIMITED

Consolidated Statement of Comprehensive Income

Year ended 31 January 2016

	Note	2016 £	2015 £
Turnover	4	12,024,149	8,875,460
Cost of sales		(8,052,278)	(5,048,430)
Gross profit		3,971,871	3,827,030
Administrative expenses		(3,666,489)	(3,372,451)
Operating profit	5	305,382	454,579
Interest payable and similar charges	9	(69,549)	(86,318)
Profit on ordinary activities before taxation		235,833	368,261
Tax on profit on ordinary activities	10	922	(59,496)
Profit for the financial year and total comprehensive income		<u>236,755</u>	<u>308,765</u>

All the activities of the group are from continuing operations.

The notes on pages 14 to 27 form part of these financial statements.

ASSURED SOLUTIONS HOLDINGS LIMITED

Consolidated Statement of Financial Position

31 January 2016

	Note	2016 £	2015 £
Fixed assets			
Intangible assets	13	1,059,550	671,537
Tangible assets	14	315,937	310,685
		<u>1,375,487</u>	<u>982,222</u>
Current assets			
Debtors	16	3,167,861	2,932,252
Cash at bank and in hand		6,358	20,229
		<u>3,174,219</u>	<u>2,952,481</u>
Creditors: amounts falling due within one year	18	<u>(3,281,164)</u>	<u>(2,912,960)</u>
Net current (liabilities)/assets		<u>(106,945)</u>	<u>39,521</u>
Total assets less current liabilities		<u>1,268,542</u>	<u>1,021,743</u>
Creditors: amounts falling due after more than one year	19	<u>(250,000)</u>	<u>(37,995)</u>
Provisions			
Taxation including deferred tax	21	<u>(57,996)</u>	<u>(57,996)</u>
Net assets		<u>960,546</u>	<u>925,752</u>
Capital and reserves			
Called up share capital	24	800,200	800,200
Profit and loss account	25	160,346	125,552
Members funds		<u>960,546</u>	<u>925,752</u>

These financial statements were approved by the board of directors and authorised for issue on 1 December 2016, and are signed on behalf of the board by:


A E Shaw
Director

Company registration number: 06673845

The notes on pages 14 to 27 form part of these financial statements.


ASSURED SOLUTIONS HOLDINGS LIMITED

Company Statement of Financial Position

31 January 2016

	Note	2016 £	2015 £
Fixed assets			
Investments	15	800,480	800,480
Current assets			
Debtors	16	18,334	18,334
Creditors: amounts falling due within one year	18	(18,614)	(18,614)
Net current liabilities		<u>(280)</u>	<u>(280)</u>
Total assets less current liabilities		<u>800,200</u>	<u>800,200</u>
Capital and reserves			
Called up share capital	24	800,200	800,200
Members funds		<u>800,200</u>	<u>800,200</u>

These financial statements were approved by the board of directors and authorised for issue on 1 December 2016, and are signed on behalf of the board by:



A E Shaw
Director

Company registration number: 06673845

The notes on pages 14 to 27 form part of these financial statements.

ASSURED SOLUTIONS HOLDINGS LIMITED

Consolidated Statement of Changes in Equity

Year ended 31 January 2016

		Called up share capital £	Profit and loss account £	Total £
At 1 February 2014		1,000,200	(3,730)	996,470
Profit for the year			308,765	308,765
Total comprehensive income for the year		—	308,765	308,765
Dividends paid and payable	12	—	(179,483)	(179,483)
Redemption of shares		(200,000)	—	(200,000)
Total investments by and distributions to owners		(200,000)	(179,483)	(379,483)
At 31 January 2015		800,200	125,552	925,752
Profit for the year			236,755	236,755
Total comprehensive income for the year		—	236,755	236,755
Dividends paid and payable	12	—	(201,961)	(201,961)
Total investments by and distributions to owners		—	(201,961)	(201,961)
At 31 January 2016		<u>800,200</u>	<u>160,346</u>	<u>960,546</u>

The notes on pages 14 to 27 form part of these financial statements.

ASSURED SOLUTIONS HOLDINGS LIMITED

Company Statement of Changes in Equity

Year ended 31 January 2016

		Called up share capital £	Profit and loss account £	Total £
At 1 February 2014		1,000,200	–	1,000,200
Profit for the year			179,483	179,483
Total comprehensive income for the year		–	179,483	179,483
Dividends paid and payable	12	–	(179,483)	(179,483)
Redemption of shares		(200,000)	–	(200,000)
Total investments by and distributions to owners		(200,000)	(179,483)	(379,483)
At 31 January 2015		800,200	–	800,200
Profit for the year			201,962	201,962
Total comprehensive income for the year		–	201,962	201,962
Dividends paid and payable	12	–	(201,962)	(201,962)
Redemption of shares		–	–	–
Total investments by and distributions to owners		–	(201,962)	(201,962)
At 31 January 2016		<u>800,200</u>	<u>–</u>	<u>800,200</u>

The notes on pages 14 to 27 form part of these financial statements.

ASSURED SOLUTIONS HOLDINGS LIMITED

Consolidated Statement of Cash Flows

Year ended 31 January 2016

	Note	2016 £	2015 £
Cash flows from operating activities			
Profit for the financial year		236,755	308,765
<i>Adjustments for:</i>			
Depreciation of tangible assets		57,967	56,331
Interest payable and similar charges		69,549	86,318
Tax on profit on ordinary activities		(922)	59,496
Accrued income		(61,509)	(108,328)
<i>Changes in:</i>			
Trade and other debtors		(216,203)	(1,171,400)
Trade and other creditors		556,554	1,298,787
Cash generated from operations		642,191	529,969
Interest paid		(69,549)	(86,318)
Net cash from operating activities		<u>572,642</u>	<u>443,651</u>
Cash flows from investing activities			
Purchase of tangible assets		(63,219)	(126,310)
Purchase of intangible assets		(388,013)	(418,708)
Net cash used in investing activities		<u>(451,232)</u>	<u>(545,018)</u>
Cash flows from financing activities			
Proceeds from borrowings		52,898	302,162
Payments of finance lease liabilities		(4,616)	(4,017)
Dividends paid		(201,961)	(179,483)
Net cash (used in)/from financing activities		<u>(153,679)</u>	<u>118,662</u>
Net (decrease)/increase in cash and cash equivalents		(32,269)	17,295
Cash and cash equivalents at beginning of year		20,229	2,934
Cash and cash equivalents at end of year	17	<u>(12,040)</u>	<u>20,229</u>

The notes on pages 14 to 27 form part of these financial statements.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements

Year ended 31 January 2016

1. General information

Assured Solutions Holdings Limited is a parent company which directly holds investments in several trading subsidiaries. The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Med IC2, Keele University Business Park, Newcastle Under Lyme, Staffordshire, ST5 5NH.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements are prepared in sterling, which is the functional currency of the entity.

Transition to FRS 102

The entity transitioned from previous UK GAAP to FRS 102 as at 1 February 2014. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 31.

Disclosure exemptions

The parent company satisfies the criteria of being a qualifying entity as defined in FRS 102. As such, advantage has been taken of the following reduced disclosures available under FRS 102:

- (a) Disclosures in respect of each class of share capital have not been presented.
- (b) No cash flow statement has been presented for the company.
- (c) Disclosures in respect of financial instruments have not been presented.
- (d) No disclosure has been given for the aggregate remuneration of key management personnel.

Consolidation

The financial statements consolidate the financial statements of ASSURED SOLUTIONS HOLDINGS LIMITED and all of its subsidiary undertakings.

The results of subsidiaries acquired or disposed of during the year are included from or to the date that control passes.

The parent company has applied the exemption contained in section 408 of the Companies Act 2006 and has not presented its individual profit and loss account.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

3. Accounting policies *(continued)*

Judgements and key sources of estimation uncertainty *(continued)*

Key sources of estimation uncertainty

Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. The key assumptions and other sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as described below.

As described in the accounting policies of the financial statements, depreciation of tangible fixed assets has been based on estimated useful lives and residual values deemed appropriate by the directors. Estimated useful lives and residual values are reviewed annually and revised as appropriate. Revisions take in to account actual asset lives and residual values as evidence by disposals during current and prior accounting periods.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of discounts and of Value Added Tax.

Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

Corporation tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that 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 the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Intangible assets

Expenditure on research and development is capitalised and will be amortised over a period not longer than 10 years commencing in the year in which sales from the product are made.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

3. Accounting policies *(continued)*

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Plant & Machinery	- 10% - 20% Reducing balance
Fixtures & Fittings	- 15% Reducing balance

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Finance leases and hire purchase contracts

Assets held under finance leases and hire purchase contracts are recognised in the statement of financial position as assets and liabilities at the lower of the fair value of the assets and the present value of the minimum lease payments, which is determined at the inception of the lease term. Any initial direct costs of the lease are added to the amount recognised as an asset.

Lease payments are apportioned between the finance charges and reduction of the outstanding lease liability using the effective interest method. Finance charges are allocated to each period so as to produce a constant rate of interest on the remaining balance of the liability.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

3. Accounting policies *(continued)*

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Employee benefits

The Group provides a range of benefits to employees.

Short term benefits, including holiday pay, are recognised as an expense in the profit and loss account in the period in which they are incurred.

The Group operates a defined contribution plan for its employees. Amounts in respect of defined contribution plans are recognised as an expense in the profit and loss account when they are due.

4. Turnover

Turnover arises from:

	2016 £	2015 £
Rendering of services	<u>12,024,149</u>	<u>8,875,460</u>

The whole of the turnover is attributable to the principal activity of the group wholly undertaken in the United Kingdom.

5. Operating profit

Operating profit or loss is stated after charging:

	2016 £	2015 £
Depreciation of tangible assets	57,967	56,331
Operating lease rentals	167,446	108,572
Foreign exchange differences	<u>557</u>	<u>—</u>

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

6. Auditor's remuneration

	2016	2015
	£	£
Fees payable for the audit of the financial statements	<u>13,500</u>	<u>19,446</u>

7. Staff costs

The average number of persons employed by the group during the year, including the directors, amounted to:

	2016	2015
	No.	No.
Administrative staff	<u>82</u>	<u>74</u>

The aggregate payroll costs incurred during the year, relating to the above, were:

	2016	2015
	£	£
Wages and salaries	2,090,273	1,878,297
Social security costs	203,120	240,151
Other pension costs	17,315	–
	<u>2,310,708</u>	<u>2,118,448</u>

8. Directors' remuneration

The directors aggregate remuneration in respect of qualifying services was:

	2016	2015
	£	£
Remuneration	<u>7,950</u>	<u>19,380</u>

9. Interest payable and similar charges

	2016	2015
	£	£
Interest on banks loans and overdrafts	67,502	65,377
Interest on obligations under finance leases and hire purchase contracts	–	1,523
Other interest payable and similar charges	2,047	19,418
	<u>69,549</u>	<u>86,318</u>

10. Tax on profit on ordinary activities

Major components of tax (income)/expense

	2016	2015
	£	£
Current tax:		
UK current tax expense	43,966	25,482
Adjustments in respect of prior periods	(44,888)	(4,438)
Total current tax	<u>(922)</u>	<u>21,044</u>

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

10. Tax on profit on ordinary activities *(continued)*

	2016 £	2015 £
Deferred tax:		
Origination and reversal of timing differences	–	38,452
Tax on profit on ordinary activities	(922)	59,496

Reconciliation of tax (income)/expense

The tax assessed on the profit on ordinary activities for the year is lower than (2015: lower than) the standard rate of corporation tax in the UK of 20% (2015: 20%).

	2016 £	2015 £
Profit on ordinary activities before taxation	235,833	368,261
Profit on ordinary activities by rate of tax	47,166	73,651
Adjustment to tax charge in respect of prior periods	(44,888)	(4,438)
Effect of expenses not deductible for tax purposes	10,518	15,406
Effect of capital allowances and depreciation	(1,119)	(13,225)
Effect of different UK tax rates on some earnings	292	–
Utilisation of tax losses	(12,661)	(50,350)
Marginal relief	(230)	–
Movement in deferred tax provision	–	38,452
Tax on profit on ordinary activities	(922)	59,496

11. Profit for the year of the parent company

The profit for the financial year of the parent company was £201,962 (2015: £179,483).

12. Dividends

Dividends paid during the year (excluding those for which a liability existed at the end of the prior year):

	2016 £	2015 £
Dividends on Preference shares	30,000	40,000
Dividends on B Ordinary shares	37,977	32,185
Dividends on C Ordinary shares	34,211	29,669
Dividends on E Ordinary shares	39,753	30,556
Dividends on F Ordinary shares	60,020	47,073
	201,961	179,483

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

13. Intangible assets

Group	Development costs £
Cost	
At 1 February 2015	671,537
Additions	388,013
At 31 January 2016	1,059,550
Amortisation	
At 1 Feb 2015 and 31 Jan 2016	-
Carrying amount	
At 31 January 2016	1,059,550
At 31 January 2015	671,537

The company has no intangible assets.

14. Tangible assets

Group	Plant and machinery £	Fixtures and fittings £	Total £
Cost			
At 1 February 2015	304,601	157,725	462,326
Additions	15,974	47,245	63,219
At 31 January 2016	320,575	204,970	525,545
Depreciation			
At 1 February 2015	106,871	44,770	151,641
Charge for the year	38,012	19,955	57,967
At 31 January 2016	144,883	64,725	209,608
Carrying amount			
At 31 January 2016	175,692	140,245	315,937
At 31 January 2015	197,730	112,955	310,685

The company has no tangible assets.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

14. Tangible assets *(continued)*

Finance leases and hire purchase contracts

Included within the carrying value of tangible assets are the following amounts relating to assets held under finance leases or hire purchase agreements:

Group	Freehold property £	Long leasehold property £	Total £
At 31 January 2016	—	—	—
At 31 January 2015	5,887	1,472	7,359

15. Investments

The group has no investments.

Company	Shares in group undertakings £
Cost	
At 1 February 2015	800,480
At 31 January 2016	800,480
Impairment	
At 1 Feb 2015 and 31 Jan 2016	—
Carrying amount	
At 31 January 2016	800,480
At 31 January 2015	800,480

The companies below are all included in the consolidated accounts, with the exception of Assured Recruitment Solutions Limited which was dissolved on 9 August 2016.

The principal business activity of all the companies below is that of recruitment consultancy except for Uniting Ambition Solutions Limited, Uniting Ambition Leadership Limited, Hamilton Selkirk Limited, Assured Recruitment Solutions Limited and Assured Recruitment Limited which are all dormant.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

15. Investments *(continued)*

Subsidiaries, associates and other investments

Details of the investments in which the parent company has an interest of 20% or more are as follows:

	Country of incorporation	Class of share	Percentage of shares held
Subsidiary undertakings			
Uniting Ambition Limited	England and Wales	Ordinary	100
Uniting Ambition Contract Limited	England and Wales	Ordinary	100
Uniting Ambition Select Limited	England and Wales	Ordinary	100
Uniting Ambition Solutions Limited	England and Wales	Ordinary	100
Uniting Ambition Leadership Limited	England and Wales	Ordinary	100
Hamilton Selkirk Limited	England and Wales	Ordinary	100
Assured Recruitment Solutions Limited	England and Wales	Ordinary	100
Assured Recruitment Limited	England and Wales	Ordinary	100

16. Debtors

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Trade debtors	1,916,640	1,608,508	–	–
Amounts owed by group undertakings	–	–	18,134	18,134
Prepayments and accrued income	1,030,845	1,123,725	–	–
Corporation tax recoverable	19,407	–	–	–
Other debtors	200,969	200,019	200	200
	<u>3,167,861</u>	<u>2,932,252</u>	<u>18,334</u>	<u>18,334</u>

Amounts owed by Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

17. Cash and cash equivalents

Cash and cash equivalents comprise the following:

	2016	2015
	£	£
Cash at bank and in hand	6,358	20,229
Bank overdrafts	(18,398)	–
	<u>(12,040)</u>	<u>20,229</u>

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

18. Creditors: amounts falling due within one year

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Bank loans and overdrafts	303,853	424,980	–	–
Trade creditors	348,124	103,526	–	–
Amounts owed to group undertakings	–	–	18,614	18,614
Accruals and deferred income	622,847	684,356	–	–
Corporation tax	43,966	25,482	–	–
Social security and other taxes	476,337	441,714	–	–
Obligations under finance leases and hire purchase contracts	–	2,076	–	–
Director loan accounts	19,605	41,727	–	–
Pension control account	3,544	–	–	–
Other creditors	1,462,888	1,189,099	–	–
	<u>3,281,164</u>	<u>2,912,960</u>	<u>18,614</u>	<u>18,614</u>

The amount of other creditors due within one year that are secured is £1,461,527 (£1,189,099). Other creditors includes the invoice discounting facility which is provided by Centric SPV1 Ltd and is secured by way of a fixed legal charge dated 20 February 2014, over the fixed assets and intellectual property of the company.

The amount of bank loans and overdrafts due within one year that are secured is £303,853 (£424,980). The bank loans are provided by Centric SPV1 Ltd, and secured as above.

The amount of obligations under hire purchase contracts due within one year that are secured is £nil (2015: £2,076). The creditor is secured on the assets to which it relates.

Amounts owed to Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

19. Creditors: amounts falling due after more than one year

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Bank loans and overdrafts	250,000	35,455	–	–
Obligations under finance leases and hire purchase contracts	–	2,540	–	–
	<u>250,000</u>	<u>37,995</u>	<u>–</u>	<u>–</u>

The amount of bank loans and overdrafts due after one year that are secured is £250,000 (£35,455). The bank loans are provided by Centric SPV1 Ltd, and is secured by way of a fixed legal charge dated 20 February 2014, over the fixed assets and intellectual property of the company.

The amount of obligations under hire purchase contracts due after one year that are secured is £nil (2015: £2,540). The creditor is secured on the assets to which it relates.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

20. Finance leases and hire purchase contracts

The total future minimum lease payments under finance leases and hire purchase contracts are as follows:

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Not later than 1 year	–	2,452	–	–
Later than 1 year and not later than 5 years	–	3,310	–	–
	–	5,762	–	–
Less: future finance charges	–	(1,146)	–	–
Present value of minimum lease payments	–	4,616	–	–

21. Provisions

Group	Deferred tax (note 22) £
At 1 February 2015 and 31 January 2016	<u>57,996</u>

The company does not have any provisions.

22. Deferred tax

The deferred tax included in the statement of financial position is as follows:

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Included in provisions (note 21)	<u>57,996</u>	<u>57,996</u>	–	–

The deferred tax account consists of the tax effect of timing differences in respect of:

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Accelerated capital allowances	<u>57,996</u>	<u>57,996</u>	–	–

23. Employee benefits

Defined contribution plans

The amount recognised in profit or loss as an expense in relation to defined contribution plans was £17,315 (2015: £Nil).

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

24. Called up share capital

Authorised share capital

	2016		2015	
	No.	£	No.	£
Ordinary shares of £1 each	100	100	100	100
"A" Ordinary shares of £1 each	37	37	37	37
"B" Ordinary shares of £1 each	10	10	10	10
"C" Ordinary shares of £1 each	10	10	10	10
"E" Ordinary shares of £1 each	6	6	6	6
"F" Ordinary shares of £1 each	10	10	12	12
"G" Ordinary shares of £1 each	25	25	25	25
"H" Ordinary shares of £1 each	2	2	–	–
Redeemable Preference shares of £1 each	800,000	800,000	800,000	800,000
	<u>800,200</u>	<u>800,200</u>	<u>800,200</u>	<u>800,200</u>

Issued, called up and fully paid

	2016		2015	
	No.	£	No.	£
Ordinary shares of £1 each	100	100	100	100
"A" Ordinary shares of £1 each	37	37	37	37
"B" Ordinary shares of £1 each	10	10	10	10
"C" Ordinary shares of £1 each	10	10	10	10
"E" Ordinary shares of £1 each	6	6	6	6
"F" Ordinary shares of £1 each	10	10	12	12
"G" Ordinary shares of £1 each	25	25	25	25
"H" Ordinary shares of £1 each	2	2	–	–
Redeemable Preference shares of £1 each	800,000	800,000	800,000	800,000
	<u>800,200</u>	<u>800,200</u>	<u>800,200</u>	<u>800,200</u>

The number of shares outstanding at the year end date for all other classes of shares is consistent with the prior year.

On 10 March 2016, 2 Ordinary F shares of £1 each were reclassified to 2 Ordinary H shares of £1 each.

The redeemable preference shares carry a cumulative coupon value of 4% per annum and the shares are redeemable at the option of the company at par and carry a preferential return of capital upon the winding up of the company.

25. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

26. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	Group		Company	
	2016	2015	2016	2015
	£	£	£	£
Not later than 1 year	119,044	137,304	–	–
Later than 1 year and not later than 5 years	182,720	301,764	–	–
	<u>301,764</u>	<u>439,068</u>	<u>–</u>	<u>–</u>

27. Events after the end of the reporting period

There were no material events after the reporting period up to 1 December 2016, being the date of approval of the financial statements by the Board.

28. Directors' advances, credits and guarantees

During the year the directors entered into the following advances and credits with the company and its subsidiary undertakings:

	2016			
	Balance brought forward	Advances/ (credits) to the directors	Amounts repaid	Balance outstanding
	£	£	£	£
A E Shaw	<u>(41,727)</u>	<u>662,122</u>	<u>(640,000)</u>	<u>(19,605)</u>

	2015			
	Balance brought forward	Advances/ (credits) to the directors	Amounts repaid	Balance outstanding
	£	£	£	£
A E Shaw	<u>28,803</u>	<u>329,470</u>	<u>(400,000)</u>	<u>(41,727)</u>

The above director had interest free loans during the year with no fixed repayment term.

29. Related party transactions

Group

During the year transactions took place between the group and the following related parties:

i) A E Shaw, a director of the group;

£41,727 was due to the director at the start of the year. During the year the director introduced £640,000 to the company and was advanced £662,122 from the company. £19,605 was due to the director at the end of the year.

Company

There were no company related party transactions.

ASSURED SOLUTIONS HOLDINGS LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 January 2016

30. Controlling party

The company is controlled by Mr A E Shaw and Mrs Z Shaw by virtue of their majority shareholding in the company.

31. Transition to FRS 102

These are the first financial statements that comply with FRS 102. The group and the company transitioned to FRS 102 on 1 February 2014.

No transitional adjustments were required in equity or profit or loss for the year.