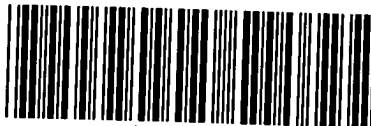


Registered number: SC163066

GAS CALL SERVICES LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

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GAS CALL SERVICES LIMITED

COMPANY INFORMATION

Directors	A Byrne M Donnelly M Holmes S Maclean
Registered number	SC163066
Registered office	2 Queenslie Court Summerlee Street Glasgow G33 4DB
Independent auditor	Grant Thornton UK LLP Chartered Accountants Statutory Auditor Royal Liver Building Liverpool L3 1PS
Bankers	Barclays Bank PLC 48B-50 Lord Street Liverpool L2 1TD
Solicitors	Lindsays 100 Queens Street Glasgow G1 3DN

GAS CALL SERVICES LIMITED

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GAS CALL SERVICES LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021

Principal activities

The directors present their strategic report together with the audited financial statements for the year ended 31 March 2021.

The principal activities of Gas Call Services Limited ("The Company" or "GCSL") in the year under review was the service, maintenance, and installation of domestic and commercial gas appliances, predominately into the social housing market.

Business review

Turnover for the year to March 2021 was £13.8m (*March 2020: £12.1m*). The Company reported a profit before tax for the year of £1.2m (*March 2020: £1.4m*). Business activity during the year was overshadowed by Covid 19, however, despite this impact, the business reported record turnover for the second consecutive year albeit with margin percentage slightly down on those reported in the previous year.

Deemed an "essential service provider" under the Government's Covid 19 guidance, the business operated continuously during the pandemic, providing breakdown repairs as well as continuing to facilitate gas safety inspections. During this time all of Gas Call's employees were provided with appropriate PPE as well as its clients and customers being provided with new Covid ready risk assessments. Service and maintenance revenue streams were largely protected due to the legislative nature of the work undertaken and whilst service access rates were impacted at times, particularly during the periods of lockdown, intelligent planning and close working relationships with our clients and supply chain ensured that service compliance and maintenance profiles were maintained at the levels expected by our clients. Covid 19 did however impact on capital works programmes, with installation projects either continuing at reduced volumes or being deferred until greater clarity was available as to the risk associated with the virus. Both client and customer confidence are now returning as the country eases out of lockdown, infection rates appear to be coming under control and vaccination levels increase. Indications are that deferred capital works projects will be released in the coming months as our social housing clients determine their budgets for the new financial year. GCSL is well positioned to support these projects as and when they are released.

Perhaps the most significant impact of Covid 19 on the business during the period under review was on GCSL's organic growth ambitions. Whilst turnover grew by 14% in the year this was achieved via the Company's existing client base and full year impact of PY contract wins, there was little in the way of new business activity. The market saw a general, understandable, nervousness surrounding the tender or re-tender of contracts with c. 80% of organisations invoking emergency measures to extend contracts (that were due to be re-tendered during the year) for an additional period of at least twelve months, thus avoiding potential complications of either running a tender process or a new contractor having to mobilise during the Covid 19 outbreak.

The Company views the future 12 months with cautious optimism. The Company sees opportunities in a market that will be enhanced by those contracts extended in the short-term due to the impact of the pandemic in addition to those that will come to market via their normal contractual cycle. Having also previously been appointed to a number of high-profile, national frameworks, GCSL is well placed to progress its strategy of developing the Gas Call Services brand in the wider UK market. The Company has already secured two new contracts and is actively pursuing new tender opportunities whilst also seeking stand-alone installation contracts.

The Company remains financially strong, with net assets of £3m, no debt and a year-end cash balance in excess of £2m. The directors believe that Covid 19 may have had a detrimental impact on some of its competitors, creating potential acquisition opportunities as the industry looks to consolidate what is a fragmented market. The Company has the required financial strength to pursue an acquisition strategy in conjunction with its organic growth plans.

GAS CALL SERVICES LIMITED

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2021

Key performance indicators

The business operates a number of Key Performance Indicators which assist not only in the financial management of the Company but also in measuring contractual performance from a client perspective.

	2021 £'000s	2020 £'000s
Turnover	13,842	12,127
Net Profit before tax	1,182	1,398
Net current assets	3,280	2,846
Net assets	2,856	2,923
Number of employees at 31 March	<u>137</u>	<u>123</u>

The directors are aware of their Health and Safety responsibilities. The organisation has a detailed policy in place and conducts regular reviews to ensure that the policies are adhered to. The directors receive regular reports on health and safety issues arising from across the organisation.

In March 2021, the business was awarded an International Safety Award with Distinction. This prestigious award demonstrates GCSL's ongoing commitment to Health and Safety of its employees, customers and clients.

Principal risks and uncertainties**Changes in Market and Economic Environments**

- **Competition** - GCSL is a well-established business with an excellent reputation for quality and service delivery. The market remains competitive however and low competitor pricing to sometimes unsustainable levels could potentially adversely affect margins.
- **Market** - The Company operates almost exclusively in the social housing market. Potential changes as to how these organisations obtain their funding could impact on annual budgetary spend. Revenues are however protected to some extent due the legislative nature of some of the work undertaken.
- **Implications of the UK Exit from the European Market** - The impact of Brexit, the formal exit from the European Market, initially had little impact on the heating and ventilation market although the wider impact on the UK economy remained unclear. We continue to monitor the situation, particularly on the supply of parts and appliances that are manufactured outside of the UK which are now starting to show signs of price increases associated with increasing costs and the availability of raw materials.
- **Covid 19** - The business continued to trade through the Corona Virus pandemic. The business has sufficient financial capacity to continue to trade for the foreseeable future and beyond as the effects of the virus on the industry and the wider economy become clearer. The Company is exposed to a future virus outbreak but is protected to some extent due to its essential service provider status as well as the legislative nature of some its revenue streams.
- **Debt** - The business currently operates with no external debt other than an asset backed finance arrangement which provides funding for the business's working capital and future growth aspirations.
- **Working Capital and Cash Management** - The management of working capital is fundamental to the ongoing success of the business. Risk surrounding late or no payments from GCSL's clients could potentially impact on the Company's ability to meet future payments to both staff and supply chain partners. This risk is mitigated to a large extent by the nature of the client base of the company, meaning that clients pay largely to terms with the business having very little in the way of overdue aged debt.

GAS CALL SERVICES LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Future developments

The impact of Covid 19 on the future financial performance of the business remains uncertain. However, the underlying business has proven to be robust and continues to be supported by fixed term contracts with a secure client base (Registered Social Landlords or Local Authorities and Councils). The directors continue to explore acquisition opportunities where it can create greater scale in its operations and bring technology to improve efficiency and margin.

The directors are encouraged by the financial performance of the business in an unprecedented year and view the outlook for the next 12 months and beyond with cautious optimism.

Post balance sheet events

Gas Call Services Limited acquired 100% of the ordinary share capital in WRB Gas (Contracts) Limited on the 30th July 2021.

The impact on the Company arising from the Covid 19 outbreak has been considered by the directors. There are no adjusting or non-adjusting events which have come to light at this current time.

Disclosure of information to auditor

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the Company's auditor is unaware and
- the directors have taken all steps that they ought to have taken as directors in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Going concern

The directors are required to assess the ability of the group to continue as a going concern, for a period of at least 12 months from the date of approval of the financial statements.

Given the nature of the work undertaken by Gas Call, the business operates as an essential service provider. During the Covid 19 lockdown periods and beyond, the business has continued to perform well, benefitting from the protection of term contracts, and operating in the relative security of the social housing sector.

The Company has reviewed and continues to review the risks to the business as well as the risks presented to the business by the outbreak of Covid 19. The directors continue to monitor this specific risk very closely and implement cost saving measures where required. During this period, all trade creditors have continued to be paid to terms, whilst trade debtors have similarly continued to pay to terms.

In making their going concern assessment, as well as considering general risks and specifically the risks presented by Covid 19, the directors have prepared and considered financial forecasts for the following 12 months and beyond. The directors have conducted sensitivity analysis on these forecasts and have considered the impact of worst-case scenarios. Based on the outcome of this analysis and the accompanying cash flow forecasts, the directors believe that there will be sufficient funds available to the company to meet its obligations over the next 12 months and beyond. This, in conjunction with the ongoing support and commitment of the Company's ultimate shareholders, leads the directors to believe that it is appropriate that the Company continues to operate as a going concern.

GAS CALL SERVICES LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2021**

This report was approved by the board and signed on its behalf.

Alan Byrne

A Byrne
Director

Date: 5/10/2021

GAS CALL SERVICES LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2021**

The directors present their report and the financial statements for the year ended 31 March 2021.

Results and dividends

The profit for the year, after taxation, amounted to £1,143,000 (2020 - £1,420,000).

The directors have declared and paid £1,210,205 as dividends in the period (2020: £2,500,000). Refer to note 11 in the financial statements.

Directors

The directors who served during the year were:

A Byrne
M Donnelly
M Holmes
S Maclean

Directors' responsibilities statement

The directors are responsible for preparing the Annual 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, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and 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 accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and 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.

Matters covered in the strategic report

The information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 has been included in the Strategic Report in accordance with section 414 (II) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

Items normally reserved for the Directors' Report relating to price, credit and liquidity risk have been included within the Strategic Report.

GAS CALL SERVICES LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2021**

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

Alan Byrne

A Byrne
Director

Date: 5/10/2021



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAS CALL SERVICES LIMITED

Opinion

We have audited the financial statements of Gas Call Services Limited (the 'Company') for the year ended 31 March 2021, which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position 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 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (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 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.

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.

Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the Company's business model including effects arising from macro-economic uncertainties such as Brexit and COVID-19. We assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAS CALL SERVICES LIMITED
(CONTINUED)**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.

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 Annual report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Annual report has been prepared in accordance with applicable legal requirements.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAS CALL SERVICES 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 Annual 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.

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.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAS CALL SERVICES LIMITED
(CONTINUED)**

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:

- We obtained an understanding of the legal and regulatory frameworks applicable to the company and the industry in which it operates and determined which may influence the financial statements.

We determined that the following laws and regulations are the most significant which are directly relevant to specific assertions in the financial statements:

- Those that relate to reporting frameworks being FRS102 and the Companies Act 2006 and the relevant tax compliance regulations.
- Those that relate to the operational activities of the company in relation to provision of gas installation and maintenance services being compliant with Gas Safe Register requirements.
- We assessed the susceptibility of the company's financial statements to material misstatements, including how fraud might occur. We performed the following audit procedures to address the risks related to irregularities and fraud:
 - evaluation of the processes and controls in place to address the risks related to irregularities and fraud;
 - challenge of the assumptions and judgements made by management in its significant accounting estimates;
 - review and testing of journal entries, in particular manual journal entries, relating to management estimates and journal entries impacting the reported result for the year;
 - consideration of the potential for fraud in revenue recognition;
 - identifying and testing related party transactions.
- We enquired of management whether there was any awareness of instances of non-compliance with laws and regulations or whether they had any knowledge of actual or suspected fraud.
- In assessing the potential risks of material misstatement, we obtained an understanding of the company's operations, the applicable statutory provisions and business risks that may result in risk of material misstatement, and the company's control environment, including the adequacy of procedures for authorisation of transactions.
- The engagement team's experience with similar engagements, their understanding and knowledge of the company's industry and their understanding of the industry and regulatory requirements were considered in assessing the appropriateness of the collective competence and capabilities of the engagement team.

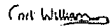
No matters relating to non-compliance with laws and regulations or relating to fraud were identified in relation to the above-mentioned laws and regulations that were identified by us as most significant.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAS CALL SERVICES 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.

A handwritten signature in black ink, appearing to read "Carl Williams".

Carl Williams
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Liverpool
Date: 22/10/2021

GAS CALL SERVICES LIMITED

**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 MARCH 2021**

	Note	2021 £000	2020 £000
Turnover	4	13,842	12,127
Cost of sales		(10,306)	(8,328)
Gross profit		3,536	3,799
Administrative expenses		(2,710)	(2,419)
Other operating income	5	357	20
Operating profit	6	1,183	1,400
Interest payable and expenses	9	(1)	(2)
Profit before tax		1,182	1,398
Tax on profit	10	(39)	22
Profit after tax		1,143	1,420
Retained earnings at the beginning of the year		2,923	4,003
Profit for the year		1,143	1,420
Dividends declared and paid		(1,210)	(2,500)
Retained earnings at the end of the year		2,856	2,923

All results were derived from the Company's continuing activities.

There was no comprehensive income for 2021 (2020: £Nil).

The notes on pages 14 to 29 form part of these financial statements.

GAS CALL SERVICES LIMITED
REGISTERED NUMBER: SC163066

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2021

	Note	2021 £000	2020 £000
Fixed assets			
Tangible assets	12	168	98
Current assets			
Stocks	13	160	118
Debtors: amounts falling due within one year	14	3,301	3,680
Cash at bank and in hand	15	2,959	1,236
		<u>6,420</u>	<u>5,034</u>
Creditors: amounts falling due within one year	16	(3,140)	(2,188)
Net current assets		<u>3,280</u>	<u>2,846</u>
Total assets less current liabilities		<u>3,448</u>	<u>2,944</u>
Creditors: amounts falling due after more than one year	17	(567)	(9)
Provisions for liabilities			
Deferred tax	19	(25)	(12)
Net assets		<u><u>2,856</u></u>	<u><u>2,923</u></u>
Capital and reserves			
Profit and loss account	21	2,856	2,923
Shareholders' funds		<u><u>2,856</u></u>	<u><u>2,923</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Alan Byrne

A Byrne
 Director
 Date: 5/10/2021

The notes on pages 14 to 29 form part of these financial statements.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

1. General information

Gas Call Services Limited is a private company limited by shares and is incorporated in Scotland. Its registered office is 2 Queenslie Court, Summerlee Street, Glasgow, G33 4DB.

The principal activities of the business are the service, maintenance and installation of domestic and commercial gas appliances, predominately into the social housing market.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

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

The financial statements are presented in Sterling (£), the Company's functional currency.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

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

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Duality Group Limited as at 31 March 2021 and these financial statements may be obtained from Companies House.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

2. Accounting policies (continued)

2.3 Going concern

The directors are required to assess the ability of the group to continue as a going concern, for a period of at least 12 months from the date of approval of the financial statements.

Given the nature of the work undertaken by Gas Call, the business operates as an essential service provider. During the Covid 19 lockdown periods and beyond, the business has continued to perform well, benefitting from the protection of term contracts, and operating in the relative security of the social housing sector.

The Company has reviewed and continues to review the risks to the business as well as the risks presented to the business by the outbreak of Covid 19. The directors continue to monitor this specific risk very closely and implement cost saving measures were required. During this period, all trade creditors have continued to be paid to terms, whilst trade debtors have similarly continued to pay to terms.

In making their going concern assessment, as well as considering general risks and specifically the risks presented by Covid 19, the directors have prepared and considered financial forecasts for the following 12 months and beyond. The directors have conducted sensitivity analysis on these forecasts and have considered the impact of worst-case scenarios. Based on the outcome of this analysis and the accompanying cash flow forecasts, the directors believe that there will be sufficient funds available to the Company to meet its obligations over the next 12 months and beyond. This, in conjunction with the ongoing support and commitment of the Company's ultimate shareholders, leads the directors to believe that it is appropriate that the Company continues to operate as a going concern.

2.4 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

2. Accounting policies (continued)

2.5 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of Income and Retained Earnings on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.6 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of Income and Retained Earnings in the same period as the related expenditure.

2.7 Interest payable

Finance costs are charged to the Statement of Income and Retained Earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.8 Pensions

Defined contribution pension plan

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

The contributions are recognised as an expense in the Statement of Income and Retained Earnings when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

2. Accounting policies (continued)**2.9 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Income and Retained Earnings except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.10 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of an item of fixed asset, the cost of replacing such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is de-recognised. Repairs and maintenance are charged to the Statement of Income and Retained Earnings during the period in which they occurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, as below.

Depreciation is provided on the following basis:

Plant and machinery	-	15% Reducing balance
Motor vehicles	-	25% Straight line
Fixtures and fittings	-	15% Reducing balance
Computer equipment	-	25% Straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Tangible assets are de-recognised on disposal or when no future economic benefits are expected.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

2. Accounting policies (continued)

2.10 Tangible fixed assets (continued)

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Income and Retained Earnings.

Tangible fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. When a review for impairment is conducted, the recoverable amount is assessed by reference to the net present value of expected future cash flows of the relevant income generating unit or disposal value is higher.

2.11 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each Statement of Financial Position date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the Statement of Income and Retained Earnings.

2.12 Debtors

Short term debtors are measured at transaction price, less any impairment losses for bad and doubtful debts. They are then subsequently measured at amortised cost less impairment. Amounts recoverable on contracts include certified and uncertified amounts due from contract customers, including retentions.

2.13 Cash

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

2.14 Creditors

Short term creditors are measured at the transaction price (usually the invoice price). Other financial liabilities, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

2. Accounting policies (continued)**2.15 Financial instruments**

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

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small Company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Income and Retained Earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.16 Hire purchase and leasing commitments

Assets obtained under hire purchase contracts are capitalised in the Statement of Financial Position and are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

Rentals paid under operating leases are charged to the Statement of Income and Retained Earnings on a straight line basis over the period of the lease.

2.17 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

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

Preparation of the financial statements requires management to make sufficient judgements and estimates. Management have determined that there are no areas subject to significant judgement within these financial statements.

4. Turnover

The whole of the turnover is attributable to the principal activity of the Company and arises solely within the United Kingdom.

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

	2021 £000	2020 £000
Sales	13,842	12,127

5. Other operating income

	2021 £000	2020 £000
Government grants receivable	357	20

In the current and prior year, government grant income related to furlough grant income in relation to the Coronavirus Job Retention Scheme.

6. Operating profit

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

	2021 £000	2020 £000
Depreciation: owned assets	22	22
Depreciation: assets on hire purchase contracts	9	32
Pension costs	122	109
Profit on sale of tangible assets	(9)	(1)
Operating lease rentals	108	73

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

7. Auditor's remuneration

	2021	2020
	£000	£000
Fees payable to the Company's auditor for the audit of the Company's annual financial statements	11	11

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the Parent Company.

8. Employees

Staff costs were as follows:

	2021	2020
	£000	£000
Wages and salaries	4,572	3,948
Social security costs	452	398
Pension costs	122	109
	5,146	4,455

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

	2021	2020
	No.	No.
Indirect	46	46
Direct	91	77
	137	123

No directors are remunerated by the company, the directors are remunerated by the wider group.

9. Interest payable

	2021	2020
	£000	£000
Finance leases and hire purchase contracts	1	2

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

10. Taxation

	2021 £000	2020 £000
Corporation tax		
Current tax on profits for the year	26	-
Adjustments in respect of previous periods	-	(19)
	<u>26</u>	<u>(19)</u>
Total current tax	<u>26</u>	<u>(19)</u>
Deferred tax		
Origination and reversal of timing differences	13	(4)
Adjustments in respect of prior periods	-	(1)
Effect of tax rate change on opening balance	-	2
Total deferred tax	<u>13</u>	<u>(3)</u>
Taxation on profit on ordinary activities	<u>39</u>	<u>(22)</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2020 - *lower than*) the standard rate of corporation tax in the UK of 19% (2020: 19%). The differences are explained below:

	2021 £000	2020 £000
Profit on ordinary activities before tax	<u>1,182</u>	<u>1,398</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	225	265
Effects of:		
Expenses not deductible for tax purposes	-	17
Adjustments to tax charge in respect of previous periods - deferred tax	-	(1)
Adjustments to tax charge in respect of prior periods	-	(19)
Group relief claimed	(186)	(286)
Transfer pricing adjustments	-	2
Total tax charge for the year	<u>39</u>	<u>(22)</u>

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

10. Taxation (continued)**Factors that may affect future tax charges**

In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. Since the proposal to increase the rate to 25% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements. However, it is likely that the overall effect of the change, had it been substantively enacted by the balance sheet date, would be to increase the tax expense for the year by £8k and to increase the deferred tax liability by £8k.

11. Dividends

	2021 £000	2020 £000
Final dividends - £12,102 per ordinary share (2020: £25,000)	1,210	2,500

12. Tangible fixed assets

	Plant and machinery £000	Motor vehicles £000	Fixtures and fittings £000	Computer equipment £000	Total £000
Cost or valuation					
At 1 April 2020	60	325	62	90	537
Additions	20	73	5	12	110
Disposals	-	(108)	-	-	(108)
At 31 March 2021	80	290	67	102	539
Depreciation					
At 1 April 2020	26	300	39	75	440
Charge for the year	7	12	5	7	31
Disposals	-	(100)	-	-	(100)
At 31 March 2021	33	212	44	82	371
Net book value					
At 31 March 2021	47	78	23	20	168
At 31 March 2020	35	25	23	15	98

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

12. Tangible fixed assets (continued)

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2021 £000	2020 £000
Motor vehicles	74	9

13. Stocks

	2021 £000	2020 £000
Finished goods	160	118

Impairment losses totalling £Nil (2020 - £Nil) were recognised in the Statement of Income and Retained Earnings.

14. Debtors

	2021 £000	2020 £000
Trade debtors	1,326	1,158
Amounts owed by group undertakings	1,199	1,784
Prepayments and accrued income	83	121
Amounts recoverable on long term contracts	693	588
Corporation tax	-	29
	<u>3,301</u>	<u>3,680</u>

An impairment loss of £13,456 (2020: £11,071) was recognised against trade debtors.

Amounts owed by group undertakings are unsecured, interest free and are repayable on demand.

15. Cash

	2021 £000	2020 £000
Cash at bank and in hand	2,959	1,236

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

16. Creditors: Amounts falling due within one year

	2021	2020
	£000	£000
Bank loan	400	-
Trade creditors	1,547	1,644
Amounts owed to group undertakings	119	-
Amounts owed to related parties	15	15
Corporation tax	26	-
Other taxation and social security	663	321
Obligations under finance lease and hire purchase contracts	11	12
Other creditors	38	6
Accruals and deferred income	321	190
	3,140	2,188

Obligations under finance lease and hire purchase contracts are secured against the assets they relate to.

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

The bank loan amounting to £900,000 has been provided under the governments Coronavirus Business Interruption Loan Scheme. The loan is unsecured and subject to a guarantee from the UK Government. It is repayable by monthly instalments amounting to £33,333. Interest is payable at a rate of 5% per annum above the National Westminster Bank Plc's base rate with interest for the first 12 months being met by HM Government.

17. Creditors: Amounts falling due after more than one year

	2021	2020
	£000	£000
Bank loan	500	-
Net obligations under finance leases and hire purchase contracts	67	9
	567	9

Obligations under finance lease and hire purchase contracts are secured against the assets they relate to.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

18. Loans

Analysis of the maturity of loans is given below:

	2021 £000	2020 £000
Amounts falling due within one year		
Bank loans	400	-
Amounts falling due 1-2 years		
Bank loans	400	-
Amounts falling due 2-5 years		
Bank loans	100	-
	<u>900</u>	<u>-</u>

19. Deferred taxation

	2021 £000	2020 £000
At beginning of year	(12)	(15)
Charged to profit or loss	(13)	3
At end of year	<u>(25)</u>	<u>(12)</u>

The provision for deferred taxation is made up as follows:

	2021 £000	2020 £000
Accelerated capital allowances	(27)	(14)
Short term timing differences	2	2
	<u>(25)</u>	<u>(12)</u>

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

20. Share capital

	2021	2020
	£000	£000
Allotted, called up and fully paid		
100 Ordinary shares of £1 each	-	-
	<u> </u>	<u> </u>

There is a single class of ordinary shares. There are no restrictions on dividends and the repayment of capital.

21. Reserves**Profit and loss account**

Includes all current and prior periods retained profits and losses.

Called up share capital

Represents the nominal value of the shares which are held in the Company.

22. Contingent liabilities

The Company had no contingent liabilities at 31 March 2021 and 31 March 2020.

23. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	2021	2020
	£000	£000
Within one year	11	12
Between 1-5 years	67	9
	<u>78</u>	<u>21</u>
	<u> </u>	<u> </u>

24. Capital commitments

The company had no capital commitments at 31 March 2021 and 31 March 2020.

25. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £121,896 (2020: £108,850). Contributions totalling £22,768 (2020: £12,056) were payable to the fund at the Statement of Financial Position date and are included in creditors.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

26. Operating lease commitments

At 31 March 2021 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2021 £000	2020 £000
Within one year	105	108
Between one and five years	327	168
Later than 5 years	9	-
	<hr/> 441 <hr/>	<hr/> 276 <hr/>

27. Related party transactions

The Company has taken advantage of the exemption afforded by FRS102 Section 33 Related Party Disclosures and not disclosed transactions or balances with other members of the Group.

The Company engages Intelihome (UK) Ltd for general consultancy services. M Donnelly is a director of the Company. During the year the Company paid for consultancy services totalling £136,792 (2020: £90,904). Amounts outstanding at the year end, included within creditors, is £15,174 (2020: £14,707).

28. Financial guarantee

On 28 August 2018, a floating charge was registered against the Company in respect of a financial guarantee for related entity borrowings.

29. Post balance sheet events

Gas Call Services Limited acquired 100% of the ordinary share capital in WRB Gas (Contracts) Limited on the 30th July 2021.

The impact on the Company arising from the Covid 19 outbreak has been considered by the directors. There are no adjusting or non-adjusting events which have come to light at this current time.

GAS CALL SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

30. Controlling party

MIMA Enterprises (UK) Limited is the immediate parent undertaking of the Company and is a company incorporated in Scotland. Its registered office is 2 Queenslie Court, Sumerlee Street, Glasgow, United Kingdom, G33 4DB.

Duality Group Limited is the ultimate parent undertaking of the Company and is a company incorporated in England and Wales. Its registered office is Unit 19 Hurricane Court, Hurricane Drive, Liverpool International Business Park, Liverpool, United Kingdom, L24 8RL.

The smallest and largest group of undertakings for which consolidated financial statements have been drawn up is that headed by Duality Group Limited. Copies of the consolidated financial statements may be obtained from Companies House.