

Company Registration Number: 00686377

MITIE CLEANING & ENVIRONMENTAL SERVICES LIMITED

Report and Financial Statements

For the year ended 31 March 2014

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Officers and professional advisors

DIRECTORS

M A Freeman
S C Baxter
R McGregor-Smith

SECRETARY

Mitie Company Secretarial Services Limited

REGISTERED OFFICE

1 Harlequin Office Park
Fieldfare
Emersons Green
Bristol
BS16 7FN

AUDITOR

Deloitte LLP
London

Strategic report

The directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006.

Review of the business

The company is a wholly owned subsidiary of Mitie Group plc (the "Group"). The principal activity of the company continued to be the provision of cleaning services to commercial, manufacturing, retail and healthcare clients. There have not been any significant changes in the company's principal activities in the year under review and the directors are not aware of any likely major changes.

As shown in the company's profit and loss account on page 8, the company's revenue has increased by 11.4% over the prior year from £290.7m to £323.9m and the profit after tax has increased by 10.2% from £11.8m to £13.0m. On 31 March 2013, the assets and liabilities of Mitie Services (Retail) Ltd were transferred to the company at book value. This company reported revenue of £61.5m and profit after tax of £1.3m in the prior year. On a like for like basis, Mitie Cleaning & Environmental Services Ltd has therefore seen a decrease in revenue of £28.3m and an decrease in profit after tax of £0.1m. This movement has been driven by service scope changes on the contract base.

Key performance indicators

The Group manages its operations on a divisional basis. For this reason, the Company's directors do not believe further key performance indicators are necessary for an appropriate understanding of the performance and position of the business. The performance of the Group's divisions is discussed in the Group's annual report which does not form part of this report.

Principal risks and uncertainties

The Company is part of the Mitie Group and manages its risks within the Mitie Group Risk Framework. Details of the principal risks and uncertainties are given in the Mitie Group plc annual report. The directors have reviewed the financial risk management objectives and policies of the Company in the light of the Group Risk Framework. The directors do not believe there to be any other significant risks.

Financial risk management

The Company does not enter into any hedging instruments, or any financial instruments for speculative purposes.

Appropriate trade terms are negotiated with suppliers and customers. Management reviews these terms and the relationships with suppliers and customers and manages any exposure on normal trade terms. The Company prepares regular forecasts of cash flow and liquidity and any requirement for additional funding is managed as part of the overall Mitie Group Plc financing arrangements.

Future developments

The directors expect the general level of activity to remain consistent with 2014 in the forthcoming year.

Post balance sheet events

There are no important events of note affecting the company since the year end.

Approved by the Board and signed on its behalf by:



M A Freeman
Director
27 June 2014

Directors' report (continued)

The directors present the annual report and financial statements of MITIE Cleaning & Environmental Services Limited ("the Company") for the year ended 31 March 2014.

Dividends

Dividends for each share class were declared as follows:

Ordinary: £66,038 per share (2013: £69,520).

Going Concern

The directors have considered the forecast results and associated cash flows for the foreseeable future, being the period not less than 12 months from the date of signing of these financial statements. The directors have considered the facilities available to the Company and believe that they can operate within the facilities available for the period of the cash flow forecast. Accordingly, the directors consider it appropriate to adopt the going concern basis in the preparation of the Company's financial statements.

Payment of creditors

The Company manages its procurement and supply chain with increasing consideration of its impact on the Company's profitability, reputation and sustainability objectives and is committed to proactively developing mutually beneficial and sustainable trading relationships with all of our stakeholders, based on a foundation of trust and co-operation.

Environment

Mitie Group plc and its subsidiaries endeavour to identify, monitor and manage the impact of their activities on the environment and are fully committed to environmental accountability and protection. The Company operates in accordance with Group policies, which are described in the Group's annual and sustainability reports which do not form part of this report.

Employees

The Company recognises the importance of good communications and employee relationships. In each company there is a relationship between the Chief Executive of Mitie Group plc and individual employees in the company. In these conditions, complex consultative procedures are seldom required to ensure that there is an understanding of the purpose of the business and the commercial realities of success. Employees are encouraged to become shareholders through the Savings Related Share Option Scheme.

Employee diversity and inclusion

The Company remains committed to developing a culture that encourages the inclusion and diversity of all of the Company's employees through respecting and appreciating their differences and promoting the continuous development of employees through skills enhancement and training programmes.

The Company's employment policies are designed to attract, retain, train and motivate the very best people, recognising that this can be achieved only through offering equal opportunities regardless of gender, race, religion, age, disability, sexual orientation or any other aspect of diversity. Applications from disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. It is the policy of the Company that the training, career development and promotion of disabled persons (including those who become disabled whilst employees of the Company) should, as far as reasonably possible, be identical to that of other employees.

Directors

The directors who served during the year, together with those subsequently appointed were:

M A Freeman

D J Johnson - Resigned 21 January

S C Baxter

R McGregor-Smith

Directors' report (continued)

Each of the directors in office as of the date of approval of this report confirms that:

- so far as he/she is aware, there is no relevant audit information (being information required by the auditor in the preparation of their report) of which the Company's auditor is unaware; and
- he/she has each taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of such information.

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

Appointment of auditor

Deloitte LLP has indicated its willingness to be reappointed for another term and appropriate arrangements have been put in place for it to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Directors' responsibilities statement

The directors are responsible for preparing the Report and Financial Statements. The directors have elected to prepare financial statements in accordance with UK GAAP. The directors are required to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; and
- prepare 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 which disclose with reasonable accuracy at any time the financial position of the Company, safeguarding the assets, taking reasonable steps for the prevention and detection of fraud and other irregularities, and the preparation of a Directors' report which complies with the relevant requirements of the Companies Act 2006.

Approved by the Board and signed on its behalf by:



M A Freeman

Director

27 June 2014

Independent auditor's report to the members of MITIE Cleaning & Environmental Services Limited

We have audited the financial statements of MITIE Cleaning & Environmental Services Limited for the year ended 31 March 2014 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes 1 to 24. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 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 annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2014 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.

Opinion on other matters prescribed by the Companies Act 2006

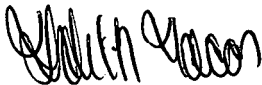
In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Independent auditor's report to the members of MITIE Cleaning & Environmental Services Limited
(continued)**

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, 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.



Judith Tacon (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

27 June 2014

Profit and loss account**For the year ended 31 March 2014**

	Note	2014 £'000	2013 £'000
Turnover	1	323,904	290,733
Cost of sales		(283,321)	(248,986)
		<hr/>	<hr/>
Gross profit		40,583	41,747
Administration expense		(24,287)	(26,817)
		<hr/>	<hr/>
Operating profit	2	16,296	14,930
		<hr/>	<hr/>
Profit on ordinary activities before interest and taxation		16,296	14,930
Interest receivable and similar income	5	844	496
Interest payable and similar charges	5	(95)	-
		<hr/>	<hr/>
Profit on ordinary activities before taxation		17,045	15,426
Tax charge on profit on ordinary activities	6	(4,060)	(3,616)
		<hr/>	<hr/>
Profit for the financial year	17	12,985	11,810
		<hr/> <hr/>	<hr/> <hr/>

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

Statement of total recognised gains and losses
year ended 31 March 2014

	Note	2014 £'000	2013 £'000
Profit for the financial year		12,985	11,810
Actuarial losses on defined benefit pension schemes	18	(9)	(1)
Total recognised gains relating to the year		<u>12,976</u>	<u>11,809</u>

Balance Sheet**As at 31 March 2014**

	Note	2014 £'000	2013 £'000
Fixed assets			
Investments		-	-
Goodwill	8	588	1,109
Intangible assets	9	75	548
Tangible assets	10	8,997	8,157
		<u>9,660</u>	<u>9,814</u>
Current assets			
Stocks	11	1,276	941
Debtors	12		
- due within one year		61,840	58,301
- due after one year		-	-
Cash at bank and in hand		25,059	28,214
		<u>88,175</u>	<u>87,456</u>
Creditors: amounts falling due within one year	13	<u>(65,916)</u>	<u>(69,690)</u>
Net current assets		<u>22,259</u>	<u>17,766</u>
Total assets less current liabilities		<u>31,919</u>	<u>27,580</u>
Creditors: amounts falling due after more than one year	14	<u>(161)</u>	<u>(2,467)</u>
Provisions for liabilities		-	-
Net assets excluding pension asset/(liability)		<u>31,758</u>	<u>25,113</u>
Pension asset/(liability)	22	-	(4)
Net assets		<u><u>31,758</u></u>	<u><u>25,109</u></u>
Share capital and reserves			
Called up share capital	16	-	-
Profit and loss account	17	31,758	25,109
Shareholders' funds	18	<u><u>31,758</u></u>	<u><u>25,109</u></u>

The financial statements of Mitie Cleaning & Environmental Services Limited were approved by the board of directors and authorised for issue on 27 June 2014.



Signed on its behalf by:
M A Freeman
Director

Notes to the financial statements**Year ended 31 March 2014****1. Accounting policies**

The financial statements of the Company have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards and law.

As more fully detailed in the Directors' report, the Company's financial statements have been prepared on a going concern basis.

The principal accounting policies are summarised below. They have been applied consistently throughout the year and the preceding year.

Turnover

Turnover represents the total, excluding sales taxes, receivable in respect of goods and services supplied. All turnover arises within the United Kingdom, from the Company's principal activity.

Turnover is recognised as services are delivered.

Operating leases

Rentals paid under operating leases are charged against income on a straight-line basis over the lease term.

Pension costs

The Company participates in the Mitie Group plc Pension Schemes. One is a defined benefit multi-employer scheme, the assets and liabilities of which are held independently from the group. For the purposes of FRS 17 ('Retirement Benefits'), the Company has been unable to identify its share of the underlying assets and liabilities in the main group scheme on a consistent and reasonable basis. Therefore the Company is accounting for contributions to the scheme as if it were a defined contribution scheme.

For defined contribution schemes the amount charged to the profit and loss account is the contributions payable in the year.

Where the Company can separately identify its share of the underlying assets and liabilities of any defined benefit schemes to which it contributes, the Company accounts for these schemes as required by FRS 17 with the cost of providing benefits determined using the Projected Unit Credit Method, based on actuarial valuations carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the period in which they occur. They are recognised outside the profit and loss account and presented in the statement of total recognised gains and losses. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the plan. Where the scheme is fully funded no asset or liability is recognised in the balance sheet.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based upon tax rates and legislation that have been enacted or substantively enacted at the balance sheet date. Timing differences arise from the inclusion of items of income and expenditure in tax computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Notes to the financial statements

Year ended 31 March 2014

1. Accounting policies (continued)

Share-based payments

The Company participates in a number of Mitie Group plc executive and employee share option schemes. For all grants of share options, the fair value as at the date of grant is calculated using the appropriate valuation model and the corresponding expense is recognised on a straight-line basis over the vesting period based on the Company's estimate of shares that will actually vest. Further details of the Group's share option schemes are contained in the Mitie Group plc annual report.

Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and written off on a straight line basis over its useful economic life, which is 20 years. Provision is made for any impairment.

Intangible assets

Research expenditure is written off as incurred. Development expenditure is also written off, except where the directors are satisfied as to the technical, commercial and financial viability of individual projects. In such cases, the identifiable expenditure is deferred and amortised over the period during which the Company is expected to benefit, being between 3 and 10 years. Provision is made for any impairment identified as necessary.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation. Depreciation is charged so as to write off the cost of the assets over their estimated useful lives and is calculated on a straight-line basis as follows:

Leasehold improvements	-	period of the lease
Plant, office equipment and motor vehicles	-	3-5 years

Finance leases

Assets held under hire purchase arrangements, which confer rights and obligations similar to those attached to current assets are capitalised as tangible fixed assets and depreciated over the shorter of the lease terms and useful lives. The capital elements of future hire purchase obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the lease to provide a constant rate of charge on the balance of capital repayments outstanding.

Stock

Stock and work in progress are valued at the lower of cost or net realisable value.

Cost represents materials, direct labour and overheads incurred in bringing the inventories to their present condition and location. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and estimated selling costs. Provision is made for obsolete, slow moving or defective items where appropriate.

Long-term contracts

Amounts recoverable on long term contracts, which are included in debtors, are stated at the net sales value of the work done less amounts receivable as progress payments on account. Excess progress payments are included in creditors as payments on account. Cumulative costs incurred net of amounts transferred to cost of sales, less provision for contingencies and anticipated future losses on contracts, are included as long term contract balances in stock.

Profit is recognised on long term contracts, if the final outcome can be assessed with reasonable certainty, by including in the profit and loss account turnover and related costs as contract activity progresses. Turnover is calculated as that proportion of the total contract value which costs incurred to date bear to total expected costs for that contract.

Cash flow statement

The Company has taken the exemption from the requirement to prepare a cash flow statement, as it is included within the consolidated financial statements of Mitie Group plc and greater than 90% of the voting rights of the Company are held by Mitie Group plc.

Notes to the financial statements**Year ended 31 March 2014****2. Operating profit**

	2014	2013
	£'000	£'000
Operating Profit is stated after charging		
Depreciation of tangible fixed assets:		
owned	3,077	2,528
held under finance leases and hire purchase contracts	320	50
Amortisation of goodwill	307	230
Amortisation of Intangibles	74	74
Loss on disposal of tangible fixed assets	123	53
Operating lease rentals:		
other	986	1,655
Fees payable to the Company's auditor for the audit of the Company's annual accounts	74	58
	<u> </u>	<u> </u>

The Company has taken the exemption available to it not to disclose separately information about fees for non-audit services provided to the Company as this information is available in the consolidated financial statements of Mitie Group plc.

Notes to the financial statements**Year ended 31 March 2014****3. Employees**

The average number of persons (including directors) employed by the Company during the financial year was:

	2014	2013
	No.	No.
Operations	31,225	19,956
Administration	759	694
	<u>31,984</u>	<u>20,650</u>

Employment cost

	£'000	£'000
Wages and salaries	225,626	179,483
Social security costs	10,883	9,416
Terminations/redundancy costs	972	645
Other pension costs	1,597	1,191
Share-based payments	277	100
	<u>239,355</u>	<u>190,835</u>

Notes to the financial statements**Year ended 31 March 2014****4. Directors**

	2014 £'000	2013 £'000
The emoluments of the directors of the Company were:		
- Aggregate emoluments	251	446
- Aggregate value of contributions paid to a money purchase pension scheme	-	-
	<u>251</u>	<u>446</u>

	2014 No.	2013 No.
The number of directors who:		
were members of a defined benefit pension scheme	-	1
were members of a defined contribution pension scheme	-	-
exercised share options in the year	<u>1</u>	<u>1</u>

	2014 £'000	2013 £'000
Highest paid director:		
- Aggregate emoluments	251	303
- Aggregate value of contributions paid to a money purchase pension scheme	-	-
	<u>251</u>	<u>303</u>

The highest paid director exercised share options in the year.

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

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

Director	Remunerated by
M A Freeman	MITIE Facilities Services Ltd
S C Baxter	MITIE Group PLC
R McGregor-Smith	MITIE Group PLC

Notes to the financial statements

Year ended 31 March 2014

5. Interest

	2014 £'000	2013 £'000
<i>Interest receivable and similar income</i>		
Bank interest	839	469
Other	5	27
	<u>844</u>	<u>496</u>
<i>Interest payable and similar charges</i>		
Bank interest	(76)	-
Finance leases	(19)	-
	<u>(95)</u>	<u>-</u>

Notes to the financial statements**Year ended 31 March 2014****6. Tax on profit on ordinary activities**

	£'000	£'000
(a) Analysis of charge in the year		
United Kingdom corporation tax 23% (2013: 24%)	4,257	4,003
Adjustment in respect of prior years	(313)	(143)
	<hr/>	<hr/>
Total current tax (Note 6(b))	3,944	3,860
Deferred taxation:		
Timing differences - origination and reversal	(308)	(233)
Decrease in tax rate	-	16
Adjustment in respect of prior years	424	(27)
	<hr/>	<hr/>
Tax on profit on ordinary activities	4,060	3,616
	<hr/>	<hr/>

(b) Factors affecting tax charge in the year

The tax assessed for the year differs from that resulting from applying the standard rate of corporation tax in the UK of 23% (2013: 24%). The differences are as follows:

Profit on ordinary activities before tax	17,045	15,426
	<hr/>	<hr/>
Tax at 23% (2013: 24%) thereon:	3,921	3,702
Expenses not deductible for tax purposes	80	50
Differences between capital allowances and depreciation	286	338
Rollover relief on profit on disposal of property	-	(111)
Relief in respect of employee share options	(93)	-
Other timing differences	63	24
Adjustments to tax charge in respect of prior periods	(313)	(143)
	<hr/>	<hr/>
Current tax charge for the year (Note 6(a))	3,944	3,860
	<hr/>	<hr/>

Notes to the financial statements**Year ended 31 March 2014****6. Tax on profit on ordinary activities**

The UK Government announced reductions in the UK corporation tax rate from 23% to 21% from 1 April 2014 and from 21% to 20% from 1 April 2015, which were substantively enacted on 2 July 2013. The reduction in the balance sheet carrying value of deferred tax assets and liabilities to reflect the rate of tax at which those differences are expected to reverse has not had a material impact on the current year tax charge.

The deferred tax balance comprises the following:

Depreciation in excess of capital allowances	102	262
Share-based payment timing difference	127	85
Other timing differences	32	30
	<hr/>	<hr/>
Total deferred tax asset	261	377
	<hr/>	<hr/>
Amount (credited)/charged to the profit and loss account in the year in relation to deferred tax	(116)	(260)
	<hr/>	<hr/>

7. Dividends

	2014	2013
	£'000	£'000
The dividends approved and paid in the year were:		
Ordinary shares	6,604	6,952
	<hr/>	<hr/>
	6,604	6,952
	<hr/>	<hr/>

Notes to the financial statements

Year ended 31 March 2014

8. Goodwill

£'000

Cost

At start of year

4,613

Disposals

(214)

At end of year

4,399

Amortisation

At start of year

3,504

Charge for the year

307

At end of year

3,811

Net book value

At 31 March 2014

588

At 31 March 2013

1,109

Notes to the financial statements

Year ended 31 March 2014

9. Intangible fixed assets

	£'000
Cost	
At start of year	622
Disposals	(399)
	<hr/>
At end of year	223
	<hr/>
Amortisation	
At start of year	74
Charge for the year	74
	<hr/>
At end of year	148
	<hr/>
Net book value	
At 31 March 2014	75
	<hr/>
At 31 March 2013	548
	<hr/>

Notes to the financial statements

Year ended 31 March 2014

10. Tangible fixed assets

	Leasehold improvements £'000	Plant and office equipment £'000	Motor vehicles £'000	Total £'000
Cost or valuation				
At start of year	27	26,535	2,533	29,095
Additions	-	5,589	16	5,605
Acquisition of businesses	-	-	-	-
Disposals	-	(3,573)	(989)	(4,562)
Transfers from/(to) group companies	-	(872)	(219)	(1,091)
At end of year	27	27,679	1,341	29,047
Depreciation				
At start of year	27	18,960	1,951	20,938
Charge for the year	-	3,171	226	3,397
Impairment losses	-	-	-	-
Reversal of past impairment losses	-	-	-	-
Disposals	-	(2,754)	(866)	(3,620)
Transfers in from group companies	-	27	12	39
Transfers out to group companies	-	(598)	(106)	(704)
At end of year	27	18,806	1,217	20,050
Net book value				
At 31 March 2014	-	8,873	124	8,997
At 31 March 2013	-	7,575	582	8,157
Leased assets included above:				
Net book value				
At 31 March 2014	-	1,600	-	1,600
At 31 March 2013	-	1,229	43	1,272

Land amounting to £nil (2013: £nil) is not depreciated.

Notes to the financial statements

Year ended 31 March 2014

11. Stocks

	2014 £'000	2013 £'000
Raw materials	1,276	941
Work in progress	-	-
Finished goods	-	-
	<u>1,276</u>	<u>941</u>

There is no material difference between the balance sheet value of stocks and their replacement cost.

12. Debtors

	2014 £'000	2013 £'000
<i>Amounts falling due within one year:</i>		
Trade debtors	27,016	26,545
Amounts recoverable on contracts	7,101	3,277
Amounts owed by Group undertakings	12,634	15,617
VAT	-	-
Other debtors	3,700	1,645
Prepayments and accrued income	11,128	10,840
Corporation tax	-	-
Share capital called up not paid	-	-
Deferred tax asset	261	377
Unpaid share capital	-	-
	<u>61,840</u>	<u>58,301</u>

MITIE Cleaning & Environmental Services Ltd entered into a debt factoring arrangement with Lloyds Banking Group during the year under non-recourse terms. Charges for this service are incurred at 1.7% of gross invoice value. As at 31 March 2014, the total debtors outstanding under this arrangement totalled £7.9m.

Notes to the financial statements**Year ended 31 March 2014****13. Creditors: amounts falling due within one year**

	2014	2013
	£'000	£'000
Obligations under finance leases and hire purchase contracts	361	869
Trade creditors	9,371	12,706
Amounts owed to Group undertakings	20,612	18,884
Corporation tax	1,054	1,539
Other taxation and social security	8,723	13,771
Other creditors	(796)	372
Accruals and deferred income	26,591	21,549
	<u>65,916</u>	<u>69,690</u>

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

Creditors: amounts falling due after more than one year	2014	2013
	£'000	£'000
Amounts owed to Group undertakings	-	1,948
Obligations under finance leases	161	519
	<u>161</u>	<u>2,467</u>

15. Finance leases

	2014	2013
	£'000	£'000
Amounts payable under finance leases		
- within one year	369	884
- within two to five years	162	530
- after more than five years	-	-
Less finance charges allocated to future periods	(9)	(26)
	<u>522</u>	<u>1,388</u>

All obligations under finance leases are secured against the assets to which they relate.

Notes to the financial statements**Year ended 31 March 2014****16. Called up share capital**

	2014	2013
	£	£
Allotted and called up share capital		
100 £1 Ordinary shares	100	100
	<u>100</u>	<u>100</u>
	<u><u>100</u></u>	<u><u>100</u></u>

17. Reserves

	Profit and loss account £'000
At start of year	25,109
Profit for the financial year	12,985
Dividends paid	(6,604)
Issue of shares	-
Net actuarial gain on pension scheme	(9)
Transfer of amount equivalent to additional depreciation on revalued assets	-
Capital contribution relating to share-based payments	277
Cash flow hedges - loss during the year	-
Cash flow hedges - reclassification adjustment for gains included in profit and loss	-
	<u>31,758</u>
At end of year	<u><u>31,758</u></u>

18. Reconciliation of movement in shareholders' funds

	2014	2013
	£'000	£'000
Profit for the financial year	12,985	11,810
Issue of share capital	-	-
Dividends paid on equity shares	(6,604)	(6,952)
Net actuarial gain on pension scheme	(9)	(1)
Capital contribution relating to share-based payments	277	100
	<u>6,649</u>	<u>4,957</u>
Net addition to shareholders' funds	6,649	4,957
Opening shareholders' funds	25,109	20152
	<u>31,758</u>	<u>25,109</u>
Closing shareholders' funds	<u><u>31,758</u></u>	<u><u>25,109</u></u>

Notes to the financial statements**Year ended 31 March 2014****19. Financial commitments*****Operating leases***

The Company has annual lease commitments under non-cancellable operating leases as detailed below:

	2014		2013	
	Land and buildings £'000	Other £'000	Land and buildings £'000	Other £'000
Expiry date:				
- in less than one year	115	426	45	84
- between two and five years	530	995	291	1,303
- after five years	114	-	319	-
	<u>759</u>	<u>1,421</u>	<u>655</u>	<u>1,387</u>

Capital commitments

The Company had the following capital commitments which were contracted at the year end but not provided for:

	2014 £'000	2013 £'000
- capital expenditure	-	200
- other	-	-
	<u>-</u>	<u>200</u>

Performance bonds

The Company has outstanding performance bonds as follows:

	2014 £'000	2013 £'000
Performance bonds	<u>10</u>	<u>29</u>

Commitments on behalf of group undertakings

The Company is party with other group undertakings to cross-guarantees of each other's' bank overdrafts and loans.

	2014 £'000	2013 £'000
Overall commitment	<u>263,834</u>	<u>290,200</u>

Notes to the financial statements**Year ended 31 March 2014****20. Share-based payments**

The Company participates in the following Mitie Group plc share option schemes:

The Mitie Group Plc 2011 Executive share option scheme

The Executive Share Option Scheme exercise price is equal to the average market value of the shares on the business day preceding grant or, if the Remuneration Committee decided, the average market value of share over a number of preceding business days (not to exceed 20). The vesting period is three years. If the options remain unexercised after a period of ten years from the date of grant the options expire. Options may be forfeited if the employee leaves the group. Before options can be exercised, a performance condition must be satisfied; the performance condition is linked to the percentage growth in earnings per share over a three-year period.

The Mitie Group Plc 2001 Savings Related share option scheme

The SAYE scheme is open to all employees. The exercise price is not less than 80.0% of the market value of the shares on the day preceding the date on which invitations to participate in the scheme are issued. For options granted prior to September 2008, the vesting period is five years. For options granted in September 2008 and thereafter, the vesting period is three years. If the options remain unexercised after a period of six months from the date of vesting, the options expire. Options may be forfeited if the employee leaves the group.

The Mitie Group Plc 2011 SAYE Scheme

The SAYE scheme is open to all employees. The exercise price is not less than 80.0% of the market value of the shares determined using either: the share price preceding the date on which invitations to participate in the scheme are issued; or an average share price over five days preceding the invitation date. The vesting period is three years. If the options remain unexercised after a period of six months from the date of vesting, the options expire. Options may be forfeited if the employee leaves the group.

Notes to the financial statements**Year ended 31 March 2014****20. Share-based payments (continued)*****The Mitie Group Plc Long Term Incentive Plan (LTIP)***

The LTIP was introduced in 2007. The awards of shares or rights to acquire shares (the awards) are offered to a small number of key senior management. Where offered as options the exercise price is nil. The vesting period is three years. If the awards remain unexercised after a period of four years from the date of grant, the awards expire. The awards may be forfeited if the employee leaves the group. Before the awards can be exercised, a performance condition must be satisfied; the number of awards that vest is determined by a sliding scale based on growth in earnings per share over a three-year period.

The Share Incentive Plan (SIP)

The SIP was introduced in 2011 and is a non-discretionary scheme open to all eligible UK resident employees. Under the scheme, eligible employees are invited to invest in Partnership Shares which are purchased in the market on their behalf and held in a UK employee benefit trust. One Matching Share is awarded for every ten Partnership Shares purchased and has a holding period of three years. Matching Shares are funded by way of market purchases.

Details of the share options outstanding during the year are as follows:

	2014		2013	
	Number of share options	Weighted average exercise price (p)	Number of share options	Weighted average exercise price (p)
Outstanding at beginning of the year	1,663,327	177	1,970,372	181
Granted	711,267	177	527,908	170
Forfeited	(243,438)	171	(317,778)	169
Transferred from/(to) group companies	-	-	(2,604)	255
Exercised	(434,594)	188	(514,571)	194
	<hr/>	<hr/>	<hr/>	<hr/>
Outstanding at end of the year	1,696,562	170	1,663,327	177
	<hr/>	<hr/>	<hr/>	<hr/>
Exercisable at end of year	261,191	206	368,422	146
	<hr/>	<hr/>	<hr/>	<hr/>

Notes to the financial statements

Year ended 31 March 2014

20. Share-based payments (continued)

The Company recognised the following expense related to share-based payments:

	2014 £'000	2013 £'000
Executive share options	98	(11)
Savings related share options	148	55
LTIP	6	56
SIP	25	-
	<u>277</u>	<u>100</u>

	2014	2013
The weighted average share price at the date of exercise for share options exercised during the year was: (p)	286	281
The options outstanding at the year-end had a weighted average price of: (p)	170	177
The options outstanding at the year-end had a weighted average remaining contractual life of: (years)	<u>4</u>	<u>4</u>

The Company granted options under the following schemes in the year:

	Fair value £'000
LTIP	384
Savings related share options	95
Executive share options	130

Notes to the financial statements**Year ended 31 March 2014****20. Share-based payments (continued)**

The fair value of options is measured by use of the Black-Scholes model or the Monte Carlo model. The inputs into the models are as follows:

	2014	2013
Black-Scholes		
Share price (p)	219 - 274	198 - 274
Exercise price (p)	0 - 254	0 - 254
Expected volatility (%)	30 - 32	32 - 35
Expected life (years)	3 - 5	3 - 5
Risk-free rate (%)	0.55 - 1.48	0.55 - 2.42
Expected dividends (%)	3.5 - 4.1	3.3 - 4.1
Monte-Carlo		
Share price (p)	251	-
Exercise price (p)	32	-
Expected volatility (%)	24	-
Expected life (years)	3	-
Risk-free rate (%)	0.64	-
Expected dividends (%)	4.1	-

Expected volatility was based on historical volatility over the expected life of the schemes. The expected life is based upon historical data and has been adjusted based on management's best estimates for the effects of non-transferability, exercise restrictions and behavioural considerations.

21. Pension arrangements

The Company participates in the Mitie Group Plc Pension Scheme. This is a defined benefit multi-employer scheme, the assets and liabilities of which are held independently from the Group. For the purposes of Financial Reporting Standard 17 ('Retirement Benefits'), the Company has been unable to identify its share of the underlying assets and liabilities in the main Group scheme on a consistent and reasonable basis. Therefore the Company is accounting for contributions to the scheme as if it were a defined contribution scheme. Note 35 to the Report and Accounts of the Group sets out the details of the International Accounting Standard 19 'Employee Benefits' net pension deficit of £17 million (2013: deficit of £30 million).

Employer contributions to the scheme for the period are shown in note 3. The agreed contribution rate for employee and employer contributions for the next 12 months is 18% (2013: 18%).

Notes to the financial statements**Year ended 31 March 2014****22. Pension liability*****Other defined benefit schemes***

These valuations are updated by the actuaries, the related current service and past service costs were measured using the projected unit credit method. For Admitted Body Schemes, which are all part of the Local Government Pension Scheme, the Company will only participate for a finite period up to the end of the contracts. The Company is required to pay regular contributions as decided by the relevant Scheme Actuary and detailed in the Scheme's Schedule of Contributions.

The contributions made by the employer over the financial period were £1,597,123 (2013: £1,192,000).

Key assumptions used for FRS 17 valuation:	2014 %	2013 %
Discount rate	4.5	4.5
Expected return on scheme assets:		
- Equity instruments	7.5	7.0
- Debt instruments	4	4.0
- Property	7	6.5
- Other assets	2.5	2.5
- Alternative assets	-	7.0
Expected rate of salary increases	2.0	3.9
Future pension increases	3.4	3.4
Inflation (RPI)	3.4	3.4
Inflation (CPI)	2.4	2.4

The overall expected return on assets is calculated as the weighted average of the expected return of each asset class. The expected return on equities is the sum of dividend growth and capital growth net of investment expenses. The return on gilts and bonds is the current market yield on long term bonds. Expected return on property has been set equal to that expected on equities less a margin. The expected return on other assets is the rate earned by the scheme on cash.

Notes to the financial statements

Year ended 31 March 2014

22. Pension liability (continued)

Amounts recognised in administrative expenses in respect of these defined benefit schemes are as follows:

	2014 £'000	2013 £'000
Current service cost	(1)	(2)
Past service credit	-	-
	<u>(1)</u>	<u>(2)</u>

Amounts recognised in interest in respect of these defined benefit schemes are as follows:

	£'000	£'000
Interest cost	(1)	(2)
Expected return on scheme assets	1	2
	<u>-</u>	<u>-</u>

Amounts recognised in the statement of total recognised gains and losses are as follows:

	£'000	£'000
Actual return less expected return on scheme assets	6	2
Actuarial gains	3	(3)
	<u>9</u>	<u>(1)</u>

Notes to the financial statements

Year ended 31 March 2014

22. Pension liability (continued)

The amounts included in the balance sheet arising from the Company's obligations in respect of its defined benefit retirement benefit schemes are as follows:

	£'000	£'000
Fair value of scheme assets	-	35
Present value of defined benefit obligations	-	(39)
	<hr/>	<hr/>
Surplus in the scheme	-	(4)
Related deferred tax asset	-	-
	<hr/>	<hr/>
Net pension liability	-	(4)
	<hr/>	<hr/>

	£'000	£'000
Analysis of scheme assets		
Equity instruments	-	24
Debt instruments	-	5
Property	-	3
Other assets	-	3
	<hr/>	<hr/>
At 31 March 2014	-	35
	<hr/>	<hr/>

Movements in the present value of defined benefit obligations were as follows:

	£'000	£'000
At start of year	39	4,369
Service costs	1	2
Interest costs	1	2
Contributions from scheme members	-	-
Actuarial gains	(3)	3
Benefits paid	(1)	(6)
Contract transfers	(37)	(4,331)
	<hr/>	<hr/>
At end of year	-	39
	<hr/>	<hr/>

Notes to the financial statements

Year ended 31 March 2014

22. Pension liability (continued)

Movements in the fair value of scheme assets were as follows:

	£'000	£'000
At start of year	35	4,535
Expected return on scheme assets	1	2
Actuarial gains	6	2
Contributions from scheme members	-	-
Contributions from sponsoring companies	1	2
Benefits paid	(1)	(6)
Contract transfers	(42)	(4,500)
	<u>-</u>	<u>-</u>
At end of year	-	35

The history of experience adjustments is as follows:

	2014 £'000	2013 £'000	2012 £'000	2011 £'000	2010 £'000
Fair value of scheme assets	-	35	4,535	4,529	5,752
Present value of defined benefit obligations	-	(39)	(4,369)	(4,034)	(5,660)
	<u>-</u>	<u>(39)</u>	<u>(4,369)</u>	<u>(4,034)</u>	<u>(5,660)</u>
Surplus in scheme	-	(4)	166	495	92
	<u>-</u>	<u>(4)</u>	<u>166</u>	<u>495</u>	<u>92</u>
Experience adjustments on scheme liabilities (£'000)	3	-	(26)	1,039	128
Percentage of scheme liabilities	-%	-%	-1%	26%	2%
Experience adjustments on scheme assets (£'000)	6	2	(239)	(1,313)	1,255
Percentage of scheme assets	-%	6%	-5%	-29%	22%

23. Related party transactions

Set out below are the related party transactions with fellow members of Mitie Group plc. The Company has taken the exemption available under FRS 8 not to disclose transactions with other wholly-owned subsidiaries of Mitie Group plc. There were no transactions with entities other than members of Mitie Group plc which require disclosure under FRS 8

Related Party	Nature of transaction	Transaction amount		year end balance	
		2014 £'000	2013 £'000	2014 £'000	2013 £'000
MITIE Aviation Security Ltd	Purchases	-	5	-	-
MITIE Business Services Ltd	Sales	-	12	-	12
MITIE Care & Custody	Sales	5	12	2	-
MITIE Client Services Ltd*	Sales	-	896	-	77
MITIE Compliance Ltd	Sales	-	2	-	2

Notes to the financial statements**Year ended 31 March 2014**

MITIE Deep Red 55	Sales	1	1	-	5
MITIE Events & Leisure Services Ltd	Sales	82	74	15	6
MITIE Facilities Management Ltd	Sales	3	195	-	-
MITIE Ireland Limited	Sales	77	-	38	-
MITIE Landscapes Ltd*	Sales		211		322
MITIE Ltd	Sales	-	-	-	6
MITIE Pest Control (London) Ltd*	Sales		10		11
MITIE Security (London) Ltd*	Sales		682		15
MITIE Security Ltd*	Sales		4475		73
MITIE Technical Facilities Management Ltd	Sales	57091	66526	9262	10633
MITIE Business Services UK Ltd	Purchases	(46)	(46)	(23)	-
MITIE Care and Custody Ltd	Purchases	(7)	-	-	-
MITIE Client Services Ltd*	Purchases		(1)		(13)
MITIE Deep Red 55 Ltd	Purchases	(2)	(19)	-	-
MITIE Events & Leisure Ltd	Purchases	(66)	-	-	-
MITIE Facilities Management Ltd	Purchases	-	(38)	-	-
MITIE Ireland Limited	Purchases	(395)	-	-	-
MITIE Landscapes Ltd*	Purchases		(3386)		(578)
MITIE Ltd	Purchases	-	(543)	-	(158)
MITIE Pest Control (London) Ltd*	Purchases		(52)		(13)
MITIE Security (London) Ltd*	Purchases		(254)		(106)
MITIE Security Ltd*	Purchases		(2559)		(417)
MITIE Security Systems Ltd*	Purchases		(2)		(1)
MITIE Technical Facilities Management Ltd	Purchases	(878)	(525)	-	(175)

*No disclosure required for 2014 as companies 100% owned, <100% owned in 2013, so prior year figures left in.

24. Ultimate parent undertaking and controlling party

MITIE Cleaning Services Ltd is the immediate controlling party and the directors regard Mitie Group plc, a company registered in Scotland, as the ultimate parent company and controlling party.

Mitie Group plc is the largest and smallest group for which group accounts are prepared. Copies of the group financial statements can be obtained from the Company Secretary at the registered office.