

Registration number 00983951

ARAMARK Limited

Directors' Report and Financial Statements

for the Period from 2 October 2010 to 30 September 2011

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ARAMARK Limited

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ARAMARK Limited
Company Information

Directors	A W Main R Wheeler D Doyle
Registered office	2nd Floor IQ Business Park 250 Fowler Avenue Farnborough Hampshire GU14 7JP
Auditor	KPMG LLP Chartered Accountants 1 The Embankment Neville Street Leeds West Yorkshire LS1 4DW

ARAMARK Limited
Directors' Report
for the Period from 2 October 2010 to 30 September 2011

The directors present their report and the financial statements for the Period from 2 October 2010 to 30 September 2011.

Principal activity

The principal activity of the company is the management and provision of a range of food, vending and refreshment services for industry and commerce

Business review

ARAMARK Limited continued to trade in a challenging economic environment during the period ended 30 September 2011, experiencing a 7% fall in turnover from £367,151,259 in the period ended 1 October 2010 to £341,446,780 in the period ended 30 September 2011. Despite that, the company was able to post a strong improvement in operating profit to £9,837,000 (2010 £3,177,000) even after excluding an exceptional VAT refund received from the HMRC during the period. This performance was mainly due to management's continued focus on promoting efficiencies and driving out unnecessary costs from the business whilst being careful to maintain a basic level of investment in operations to drive the business forward when the economic environment improves. Operating profit, as a percentage of turnover, rose from 0.9% in the prior period to 2.9%.

The company has recognised expenditure in relation to share options for shares in the ultimate parent company, ARAMARK Holdings Inc. These options are granted to certain employees and directors of the company and their costs in the year of £225,000 are detailed in Note 23 of these financial statements.

Profit before taxation of £16,502,000 was achieved in the period which includes interest costs offset by an exceptional receipt of interest from HMRC in respect of tax refunds.

All of these together helped the company to improve its bottom-line performance by 917% to a healthy profit for the financial period of £8,757,000.

Dividends

Dividends of £5,965,000 (2010 £3,170,000) were paid during the period.

Balance sheet

The directors present financial statements showing shareholders' funds of £9,694,000 (2010 £5,365,197), reduced following the payment of the interim dividend.

The company has a long term loan with ARAMARK Investments Limited, its immediate parent. This loan is not repayable in the next 5 years. Interest accrues on this loan at LIBOR plus 2.125%.

Principal risks

The most significant risks to the company's profitability are

- Reduced demand from the company's main markets
- Increased statutory regulation, e.g. health and safety, corporate governance and environmental regulations

The board has strategies to manage these risks and remains confident of the continued success of the company.

ARAMARK Limited
Directors' Report
for the Period from 2 October 2010 to 30 September 2011

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Key Performance Indicators (KPIs)

The company's management monitors the performance of the operations compared to plan and projection KPIs monitored on a monthly/weekly basis are

- Profit and cash generation
- Days sales outstanding
- Inventory weeks
- Pipeline business and future prospects
- Contracts at risk
- Purchasing compliance
- Sarbanes Oxley compliance
- Health and safety performance
- Staffing levels/ overtime hours
- Overhead expenditure levels

Future prospects

The directors are confident about the long-term prospects for the company, which is well established and focussed on a number of specialist markets, where quality and service have an intrinsic value and significant added value is also provided

The quality of the company's service and the strength of its of relationships with clients, along with various new and ongoing initiatives are anticipated to produce another satisfactory performance in 2012 There are opportunities to secure new business in 2012, which the company will strive to achieve.

Directors of the company

The directors who held office during the period were as follows

A W Main
R Wheeler
D Doyle

Supplier payment policy

It is the company's policy to agree terms and conditions for its business transactions with suppliers Payment is made on these terms subject to the terms and conditions being met by the supplier The company's number of days outstanding in respect of trade creditors at 30 September 2011 was 38 days (2010 39 days)

Employment of disabled persons

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned In the event of members of staff becoming disabled every effort is made to ensure that their employment with the company continues and that appropriate training is arranged It is the policy of the company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees

ARAMARK Limited
Directors' Report
for the Period from 2 October 2010 to 30 September 2011

.....continued

Employee consultation

The company places considerable value on the involvement of its employees and has continued its previous practice of keeping them informed on matters affecting them as employees and on the various factors affecting the performance of the company. This is achieved through formal and informal meetings and the company magazine.

Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of.

Reappointment of auditor

The auditors KPMG LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on 13 6 12 and signed on its behalf by


D Doyle
Director

ARAMARK Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006 They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Independent Auditors' Report to the Members of ARAMARK Limited

We have audited the financial statements of ARAMARK Limited for the period ended 30 September 2011, set out on pages 7 to 30. 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 Statement of Directors' Responsibilities set out on page 5, 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 September 2011 and of its profit for the period then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

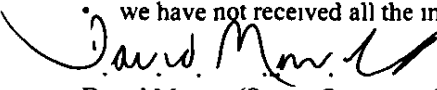
Opinion on other matters prescribed by the Companies Act 2006

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

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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.


David Morrill (Senior Statutory Auditor)
For and on behalf of KPMG LLP
Statutory Auditor
Chartered Accountants
1 The Embankment
Neville Street, Leeds
LS1 4DW
Date: 19 June 2012

ARAMARK Limited
Profit and Loss Account
for the Period from 2 October 2010 to 30 September 2011

		2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	Note	£000	£000
Turnover	2	341,447	367,151
Cost of sales		<u>(116,877)</u>	<u>(130,603)</u>
Gross profit		224,570	236,548
Distribution costs		(19,335)	(18,871)
Administrative expenses		<u>(195,398)</u>	<u>(214,500)</u>
Operating profit	8	9,837	3,177
Loss on disposal of fixed assets	4	<u>(357)</u>	<u>(606)</u>
Profit on ordinary activities before investment income and interest		9,480	2,571
Other interest receivable and similar income	5	8,823	2,758
Interest payable and similar charges	6	(1,937)	(2,947)
Other finance income/(costs)	7	<u>136</u>	<u>(68)</u>
Profit on ordinary activities before taxation		16,502	2,314
Tax on profit or loss on ordinary activities	11	<u>(7,745)</u>	<u>(1,453)</u>
Profit for the financial period	21	<u>8,757</u>	<u>861</u>

Turnover and operating profit derive wholly from continuing operations

A statement of total recognised gains and losses is shown on page 8

There is no difference between the profit on ordinary activities before taxation and profit for the financial period stated above and their historical cost equivalents.

ARAMARK Limited
Statement of Total Recognised Gains and Losses
for the Period from 2 October 2010 to 30 September 2011

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Profit for the financial period	8,757	861
Actuarial gain/(loss) recognised on defined benefit pension scheme	2,267	(2,766)
Deferred tax on actuarial (gain)/loss recognised on defined benefit pension scheme	(611)	696
Cumulative effects of tax rate changes on deferred tax on actuarial (gain)/loss recognised on defined benefit pension scheme	(344)	-
 Total recognised gains and losses relating to the financial period	 <u>10,069</u>	 <u>(1,209)</u>

The notes on pages 10 to 29 form an integral part of these financial statements

ARAMARK Limited
(Registration number: 00983951)
Balance Sheet
as at 30 September 2011

		30 September 2011	1 October 2010
	Note	£000	£000
Fixed assets			
Intangible assets	13	35,692	39,046
Tangible assets	14	10,625	12,099
Investments	15	-	2,165
		<u>46,317</u>	<u>53,310</u>
Current assets			
Stocks	16	5,480	5,674
Debtors	17	96,990	107,245
Cash at bank and in hand		4,367	1,087
		<u>106,837</u>	<u>114,006</u>
Creditors Amounts falling due within one year	18	(51,029)	(76,988)
Net current assets		<u>55,808</u>	<u>37,018</u>
Total assets less current liabilities		102,125	90,328
Creditors Amounts falling due after more than one year	19	(87,638)	(77,341)
Net assets excluding pension liability		14,487	12,987
Pension liability	25	(4,793)	(7,622)
Net assets		<u>9,694</u>	<u>5,365</u>
Capital and reserves			
Called up share capital	20	137	137
Capital reserve	21	164	164
Profit and loss account	21	9,393	5,064
Shareholders' funds	22	<u>9,694</u>	<u>5,365</u>

Approved by the Board on 13-6-12 and signed on its behalf by

... ..
D Doyle
Director

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets and in accordance with applicable accounting standards. The directors have opted not to prepare consolidated financial statements, the company is exempt under section 400 of the Companies Act 2006. These financial statements present information about the company as an individual undertaking and not about its group. The result of the company are included in the consolidated accounts of ARAMARK Holdings Corporation.

Cash flow statement

No cash flow statement is presented as allowed under the provisions of Financial Reporting Standard No. 1 (Revised) since the company is a wholly owned subsidiary undertaking of ARAMARK Corporation.

Turnover

Turnover represents amounts chargeable, net of value added tax, in respect of the sale of goods and services to customers.

Foreign currencies

Transactions denominated in foreign currencies are recorded at actual exchange rates at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange prevailing at the balance sheet date. Gains and losses arising from changes in exchange rates subsequent to the dates of transactions are included as exchange gains or losses in the profit and loss account. Assets and liabilities denominated in foreign currencies from overseas companies are translated into Sterling at the rates of exchange ruling at the balance sheet date. Profit and loss items are translated at an average rate for the period and exchange gains or losses on conversion are included within reserves.

Pension costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

The company also operates two defined benefit pension schemes, the "CCT Plan" and the "Main Plan", providing benefits based on average pensionable pay. The assets of the schemes are held separately from those of the company.

For the Main Plan, pension scheme assets are measured using market values. For quoted securities the current bid price is taken as market value. Pension scheme liabilities are measured using a projected unit method and discounted at the current rate of return on a high quality corporate bond of equivalent term and currency to the liability.

For the CCT Plan the share of underlying assets and liabilities of the scheme are split between those of ARAMARK Limited and ARAMARK Ireland Holdings Limited. The amount shown under CCT Plan relates to ARAMARK Limited only.

The pension scheme surplus (to the extent that it is recoverable) or deficit is recognised in full. The movement in the scheme surplus/deficit is split between operating charges, finance items and, in the statement of total recognised gains and losses, actuarial gains and losses.

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

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Taxation

Corporation tax payable is provided on taxable profits at the current rate

Deferred taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19 'Deferred Tax'

Leases

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term. Finance leases granted to customers are reported as debtors and are stated at the value of the minimum rentals receivable less the finance charges allocated to future periods. Finance income is allocated to accounting periods over the lives of the individual leases to produce a constant rate of return on the outstanding balance.

Intangible fixed assets - goodwill

Positive goodwill is capitalised, classified as an asset on the balance sheet and amortised on a straight line basis over its useful economic life. It is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

Amortisation

Amortisation is provided on intangible fixed assets so as to write off the cost, less any estimated residual value, over their expected useful economic life as follows:

Asset class	Amortisation method and rate
Goodwill	Straight line, 20 years

Tangible fixed assets

Tangible fixed assets are shown at cost less accumulated depreciation and any provision for impairment.

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows:

Asset class	Depreciation method and rate
Freehold property	Straight line, 5 years
Plant, machinery & equipment	Straight line, 2-10 years
Motor vehicles	Straight line, 4 years

Fixed asset investments

Fixed asset investments are stated at historical cost less provision for any diminution in value.

Stocks

Stock is valued at the lower of cost and net realisable value, after due regard for obsolete and slow moving stocks. Net realisable value is based on selling price less anticipated costs to completion and selling costs.

Share-based payments

The share option programme allows employees to acquire shares of the ultimate Parent Company (ARAMARK Holdings Corporation). The grant date fair value of share-based payment awards granted is recognised as an employee expense with a corresponding increase in equity, over the period that the employees become unconditionally entitled to.

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

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the awards The fair value of the options granted is measured using an option pricing model, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market performance conditions at the vesting date For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

Dividends on shares presented within equity

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the company Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements

2 Turnover

During the period 0 68% of the company's turnover related to exports (2010 1.97%)

All turnover relates to the company's principal activities An analysis of turnover by geographical origination and destination is given below

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
United Kingdom	339,120	359,919
Rest of the world	2,327	7,232
	<u>341,447</u>	<u>367,151</u>

3 Auditor's remuneration

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Audit of the financial statements	<u>106</u>	<u>110</u>

4 Exceptional items

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Loss on sale of fixed assets	<u>357</u>	<u>606</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

5 Other interest receivable and similar income

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Other interest receivable	<u>8,823</u>	<u>2,758</u>

The majority of interest receivable relates to exceptional interest received in relation to tax refunds

6 Interest payable and similar charges

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Interest on loans from group undertakings	1,856	2,849
Other interest payable	<u>81</u>	<u>98</u>
	<u>1,937</u>	<u>2,947</u>

7 Other finance (income)/costs

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Expected return on pension scheme assets	(2,706)	(2,350)
Interest on pension scheme liabilities	<u>2,570</u>	<u>2,418</u>
	<u>(136)</u>	<u>68</u>

8 Operating profit

Operating profit is stated after charging

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Depreciation of owned tangible fixed assets	5,392	6,082
Auditor's remuneration	106	110
Amortisation of goodwill	3,354	3,263
Staff costs (including stock options)	152,933	165,812
Operating leases - land and buildings	830	1,463
Operating leases - motor vehicles	1,133	908
Operating leases - other assets	<u>1,808</u>	<u>1,952</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

9 Particulars of employees

The average number of persons employed by the company (including directors) during the period, analysed by category was as follows

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Service	10,587	11,598
Administration and support	308	337
Distribution	88	96
	<u>10,983</u>	<u>12,031</u>

The aggregate payroll costs were as follows

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Wages and salaries	139,703	150,988
Social security costs	10,621	11,671
Staff pension costs	2,384	3,153
Share options	225	-
	<u>152,933</u>	<u>165,812</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

10 Directors' remuneration

The directors' remuneration for the period was as follows

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Remuneration (including benefits in kind)	809	746
Company contributions to pension schemes	134	84
	<u>943</u>	<u>830</u>

During the period the number of directors who were receiving benefits was as follows

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	No.	No.
Accruing benefits under defined benefit pension scheme	<u>2</u>	<u>2</u>

In respect of the highest paid director

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Remuneration excluding pension contributions	<u>354</u>	<u>399</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

11 Taxation

Tax on profit on ordinary activities

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Current tax		
Corporation tax charge	4,422	330
Adjustments in respect of previous years	1,895	(2,056)
Group relief payable	3,294	2,488
UK Corporation tax	<u>9,611</u>	<u>762</u>
Deferred tax		
Deferred tax adjustment relating to current year	(421)	-
Deferred tax adjustment relating to previous years	(1,711)	-
Effect of changes in tax rates	(216)	51
Deferred tax relating to FRS 17	<u>482</u>	<u>640</u>
Total deferred tax	<u>(1,866)</u>	<u>691</u>
Total tax on profit on ordinary activities	<u>7,745</u>	<u>1,453</u>

The UK Government announced in the 2012 Budget on 21 March 2012 their intention to decrease the main rate of Corporation Tax in the UK from 25% to 22% from 1 April 2014. This has not yet been substantively enacted. The impact on the deferred tax recognised of the company as a result of this change would be a charge to the accounts of £452,000 (£63,000 credit to the profit and loss account and £515,000 charge to reserves).

Factors that may affect future tax charges

Depreciation in excess of capital allowances The amount not recognised in the period was £nil (2010 (£2,210,000))

Short term timing differences The amount not recognised in the period was £nil (2010 (£109,000))

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

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Deferred tax in relation to pension scheme

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
At beginning of financial period	2,820	2,814
Charge to profit and loss account		
Charge on current period gains at standard rate	(482)	(640)
Effects of changes in future tax rates on prior periods cumulative losses	216	(50)
Charge to Statement of Total Recognised Gains and Losses		
Charge on current period actuarial gains at standard rate	(611)	696
Effects of changes in future tax rates on prior periods cumulative gains	(344)	-
At end of financial period	<u>1,599</u>	<u>2,820</u>

Factors affecting current tax charge for the period

Tax on profit on ordinary activities for the year is higher than (2010. higher than) the standard rate of corporation tax in the UK of 27% (2010 28%)

The differences are reconciled below

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Profit on ordinary activities before taxation	<u>16,502</u>	<u>2,314</u>
Corporation tax at standard rate	4,456	648
Movement in deferred tax not provided	-	461
Other timing differences	(95)	(664)
Expenses not deductible for tax purposes	951	957
Adjustment in respect of prior periods	1,895	(2,056)
Group relief for gross consideration	<u>2,404</u>	<u>1,416</u>
Total current tax	<u>9,611</u>	<u>762</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

12 Dividends

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Dividends paid		
Current period interim dividend paid	<u>5,965</u>	<u>3,170</u>

13 Intangible fixed assets

	Goodwill £000
Cost	
At 2 October 2010	<u>59,782</u>
At 30 September 2011	<u>59,782</u>
Amortisation	
At 2 October 2010	20,736
Charge for the period	<u>3,354</u>
At 30 September 2011	<u>24,090</u>
Net book value	
At 30 September 2011	<u>35,692</u>
At 1 October 2010	<u>39,046</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

14 Tangible fixed assets

	Plant and machinery	Motor vehicles	Total
	£000	£000	£000
Cost or valuation			
At 2 October 2010	38,077	30	38,107
Additions	4,868	15	4,883
Disposals	(15,765)	(6)	(15,771)
At 30 September 2011	<u>27,180</u>	<u>39</u>	<u>27,219</u>
Depreciation			
At 2 October 2010	26,000	8	26,008
Charge for the period	5,382	10	5,392
Eliminated on disposals	(14,802)	(4)	(14,806)
At 30 September 2011	<u>16,580</u>	<u>14</u>	<u>16,594</u>
Net book value			
At 30 September 2011	<u>10,600</u>	<u>25</u>	<u>10,625</u>
At 1 October 2010	<u>12,077</u>	<u>22</u>	<u>12,099</u>

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

15 Fixed asset investments

Shares in group undertakings and participating interests

	Subsidiary undertakings £000
Cost	
At 2 October 2010	49,726
At 30 September 2011	49,726
Provision for impairment	
At 2 October 2010	47,561
Charge for the period	2,165
At 30 September 2011	49,726
Net book value	-

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows.

Undertaking	Holding	Proportion of voting rights and shares held	Principal activity
Subsidiary undertakings			
ARAMARK Gulf Limited	Ordinary	100%	Provision of food and cleaning services
ARAMARK Manning Services (UK) Limited	Ordinary	100%	Dormant
ARA Offshore Services Limited	Ordinary	100%	Dormant
ARAMARK Trustees Limited	Ordinary	100%	Pension scheme trustee
ARAMARK CCT Trustees Limited	Ordinary	100%	Pension scheme trustee
Stuart Cabeldu Catering Limited	Ordinary	100%	Dormant
The Original Food Company Limited (formerly Thwaites & Matthews (1980) Limited	Ordinary	100%	Dormant
ARA Coffee Club Limited	Ordinary	100%	Dormant
ARA Coffee System Limited	Ordinary	100%	Dormant
ARA Food Services Limited	Ordinary	100%	Dormant
ARA Marketing Limited	Ordinary	100%	Dormant
ARA Catering & Vending Services Limited	Ordinary	100%	Dormant
ARAMARK Norway Limited	Ordinary	100%	Provision of food and cleaning services
ARAMARK Kazakhstan	Ordinary	100%	Dormant
ARAMARK Equatorial Guinea	Ordinary	100%	Dormant

ARAMARK Limited
Notes to the Financial Statements
for the period 2 October 2010 to 30 September 2011

16 Stocks

	30 September 2011	1 October 2010
	£000	£000
Goods for resale	<u>5,480</u>	<u>5,674</u>

17 Debtors

	30 September 2011	1 October 2010
	£000	£000
Trade debtors	30,365	32,120
Amounts owed by group undertakings	59,921	71,277
Other debtors	2,366	1,453
Corporation tax debtor	641	147
Deferred tax asset	2,132	-
Prepayments and accrued income	<u>1,565</u>	<u>2,248</u>
	<u>96,990</u>	<u>107,245</u>

18 Creditors: amounts falling due within one year

	30 September 2011	1 October 2010
	£000	£000
Trade creditors	16,748	17,714
Amounts owed to group undertakings	12,154	39,422
Other taxes and social security	7,286	7,695
Other creditors	-	2,803
Accruals and deferred income	<u>14,841</u>	<u>9,354</u>
	<u>51,029</u>	<u>76,988</u>

19 Creditors: amounts falling due after more than one year

	30 September 2011	1 October 2010
	£000	£000
Amounts owed to group undertakings	<u>87,638</u>	<u>77,341</u>

The company has a loan with ARAMARK Investments Limited, its immediate parent. This loan is not repayable in the next five years. Interest accrues on this loan at LIBOR plus 2.125%.

ARAMARK Limited
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20 Share capital

Authorised, allotted, called up and fully paid shares

	30 September 2011		1 October 2010	
	No. 000	£000	No. 000	£000
Ordinary shares of £1.00 each	137	137	137	137

21 Reserves

	Capital reserve	Profit and loss account	Total
	£000	£000	£000
At 2 October 2010	164	5,064	5,228
Profit for the financial period	-	8,757	8,757
Dividends	-	(5,965)	(5,965)
Credit in respect of share options	-	225	225
Actuarial gain on pension schemes	-	2,267	2,267
Deferred tax relating to actuarial loss on pension schemes	-	(955)	(955)
At 30 September 2011	164	9,393	9,557

22 Reconciliation of movement in shareholders' funds

	30 September 2011	1 October 2010
	£000	£000
Profit for the financial period	8,757	861
Dividends	(5,965)	(3,170)
Credit in respect of share options	225	-
Retained profit/(loss) for the period	3,017	(2,309)
Actuarial gain/(loss) net of deferred tax	1,312	(2,070)
Net addition/(reduction) to shareholders' funds	4,329	(4,379)
Shareholders' funds at start of period	5,365	9,744
Shareholders' funds at end of period	9,694	5,365

ARAMARK Limited
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23 Share based payments - (ARAMARK Holdings Corporation)

The ultimate Parent Company established the ARAMARK Holdings Corporation 2007 Management Stock Incentive Plan (2007 MSIP) Under the plan shares are directly granted from ARAMARK Holdings Corporation to certain employees or directors of, or consultants to, the Parent company or one of its affiliates or subsidiaries such as ARAMARK Limited

Each award of stock options under the 2007 MSIP (as amended) is comprised of two types of stock options One half of the options awarded vest solely upon continued employment over a specific period of time, generally four years ("Time-Based Options") The other half of the options awarded vest over time, generally four years ("Performance-Based Options") The Performance-Based Options may also vest in part or in full upon the occurrence of specific return-based events The exercise price for both Time-Based Options and Performance-Based Options equals the fair value of the Parent Company's stock on the date of the grant All options remain exercisable for ten years from the date of the grant

Time-based options

The fair value of the Time-Based Options granted was estimated using the Black-Scholes option pricing model and the weighted-average assumptions noted in the table below Since the Company's stock is not publicly traded, the expected volatility is based on an average of the historical volatility of the Company's competitors' stocks over the expected term of the stock options The expected life represents the period of time that options granted are expected to be outstanding and is calculated using the simplified method prescribed by Securities and Exchange Commission ("SEC") rules and regulations due to the lack of history The risk-free rate is based on the U S Treasury security with terms equal to the expected life of the option as of the grant date

	30 September 2011	1 October 2010	2 October 2009
Expected share volatility (%)	30	30	35
Risk-free interest rate (%)	1 41-2 86	2 04-3 31	1 60-3 37
Expected dividend yield (%)	0	0	0
Expected life (in years)	6 25	6 25	6 25

The weighted-average grant-date fair value of Time-Based Options granted during fiscal 2011 was \$4.42 (2010 \$5 10) per option.

Compensation expense for Time-Based Options is recognised on a straight-line basis over the vesting period during which employees perform related services £171,837 has been charged to expense relating to fiscal 2011 (2010: £266,353), respectively. The Company has applied a forfeiture assumption of 8 7% per annum in the calculation of such expense

	Shares	Weighted Average Exercise Price USD
Outstanding at 1 October 2010	454,695	8 06
Options granted	39,688	12 65
Exercised	(4,500)	6 90
Forfeited	(9,782)	9 43
Outstanding at 30 September 2011 (weighted-average remaining term of 6 8 years)	480,101	8.73
Of which exercisable at 30 September 2011 (weighted-average remaining term of 5 7 years)	354,934	7 41

ARAMARK Limited
Notes to the Financial Statements
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Performance-Based Options

The fair value of the Performance-Based Options was estimated using the Black-Scholes option pricing model and the weighted-average assumptions noted in the table below. Since the Company's stock is not publicly traded, the expected volatility is based on an average of the historical volatility of the Company's competitors' stocks over the expected term of the stock options. The expected life represents the period of time that options granted are expected to be outstanding and is calculated using the simplified method prescribed by SEC rules and regulations due to the lack of history. The risk-free rate is based on the U.S. Treasury security with terms equal to the expected life of the option as of the grant date.

	30 September 2011	1 October 2010	2 October 2009
Expected share volatility (%)	30	30	35
Risk-free interest rate (%)	1.41-2.86	2.04-3.31	1.60-3.37
Expected dividend yield (%)	0	0	0
Expected life (in years)	5.5-7.0	5.5-7.0	5.5-7.0

The weighted-average grant-date fair value of Performance-Based Options granted during fiscal 2011 was \$4.21 (2010 \$4.98) per option.

Compensation expense for Performance-Based Options is recognized on an accelerated basis over the requisite performance and service periods. £53,635 has been charged to expense relating to fiscal 2011 (2010, £128,517). The Company has applied a forfeiture assumption of 8.7% per annum in the calculation of such expense.

	Shares	Weighted Average Exercise Price USD
Outstanding at 1 October 2010	453,909	8.06
Options granted	39,688	12.65
Exercised	(2,626)	6.69
Forfeited	(10,726)	8.11
Outstanding at 30 September 2011 (weighted-average remaining term of 6.8 years)	<u>480,245</u>	<u>8.73</u>
Of which exercisable at 30 September 2011 (weighted-average remaining term of 5.3 years)	<u>430,668</u>	<u>6.91</u>

ARAMARK Limited
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24 Commitments

Capital commitments

Amounts contracted for but not provided in the financial statements amounted to £320,838 (2010 £436,000)

Financial commitments

There is a cross guarantee to the Group's principal bankers between the company and its subsidiary undertakings and its parent for all liabilities of these companies

Contingent liabilities

During 2010 the company received a claim from a number of ex-employees following the company's exit from its Azerbaijan operations, in respect to a number of years service. The company continues to discuss the merits of the claim with external counsel

Operating lease commitments

As at 30 September 2011 the company had annual commitments under non-cancellable operating leases as follows

Operating leases which expire

	30 September 2011	1 October 2010
	£000	£000
Land and buildings		
Within one year	15	77
Within two and five years	423	328
Over five years	290	257
	<u>728</u>	<u>662</u>
Other		
Within one year	11	96
Within two and five years	925	650
Over five years	5	8
	<u>941</u>	<u>754</u>

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25 Pension schemes

The company makes contributions to three pension schemes covering executives, staff and offshore personnel. The assets of these funded schemes are held in separate trustee administered funds. One is a defined benefit scheme (the 'Main plan') and one is a defined contribution scheme. The third is a defined benefit scheme (the 'CCT plan') and participants of this scheme consist of employees from both ARAMARK Limited and ARAMARK Ireland Limited. The amounts shown under CCT plan relate to ARAMARK Limited only.

Defined contribution scheme

The company made contributions of £2,071,261 (2010: £1,788,000) towards the defined contribution scheme during the period. There were no outstanding contributions to the scheme at the beginning or end of the financial period.

CCT Plan

The scheme is relatively small, with a surplus of £134,000 (2010: deficit of £104,000). On grounds of materiality, the directors do not consider that further disclosure of the scheme is material to the financial statements.

The costs recognised within administrative expenses are £430,582 (2010: £478,750).

The CCT plan will have new entrants to the extent that TUPE is applied under some new contracts.

Main Plan

The Main plan closed for existing active members for future accrual on 31 March 2011.

The pension costs relating to the defined benefit scheme are assessed in accordance with the advice of a qualified, independent actuary. The amount credited to the profit and loss account for the pension cost of the company was £532,000 (2010: Charge £886,000).

The latest valuation of the Main plan was carried out as at 31 March 2011, using the projected unit method. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments, the rates of increase in salaries and pensions, and demographic assumptions including mortality assumptions. It was assumed that the discount rate pre retirement would be 6.7% and post retirement 5.1% and that present and future pensions would increase at the rate of 3.3% per annum. The next full valuation of the Main plan is due not later than 31 March 2014.

The market value of the scheme's assets at 30 September 2011 was £39.3m and the actuarial value of those assets represented 63% of the benefits that had accrued to members based on the ongoing funding basis, after allowing for expected future increases in earnings.

With effect from 1 April 2010, the company contribution rates were increased from 27.8% to 28.1% of pensionable salaries in respect of the Staff section of the scheme and increased from 28.1% to 28.4% of pensionable salaries in respect of the Executive section of the scheme. The new rates will remain in force until the results of the next actuarial valuation are known.

The government's move to using the Consumer Prices Index (CPI) as the basis of measuring the minimum pension increases rather than the Retail Prices Index (RPI) has been taken into account in changes to the liability assumptions at the period end. As CPI increases have been lower, broadly the impact of this change is to assumed lower future scheme liabilities.

Defined benefit pension schemes

Main plan

Contributions payable to the pension scheme at the end of the period are £nil (2010: £nil).

The total contributions in the next year are expected to be £1,157,900.

ARAMARK Limited
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Reconciliation of scheme assets and liabilities to assets and liabilities recognised

The amounts recognised in the balance sheet are as follows

	30 September 2011	1 October 2010
	£000	£000
Fair value of scheme assets	39,301	39,301
Present value of scheme liabilities	(45,692)	(49,743)
Deficit	(6,391)	(10,442)
Related deferred tax asset	1,598	2,820
Net liability	(4,793)	(7,622)

Scheme liabilities

Changes in the present value of scheme liabilities are as follows

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Present value at start of period	49,743	43,093
Current service cost	553	703
Actuarial gains and losses	(4,762)	4,492
Interest cost	2,570	2,418
Benefits paid	(1,613)	(1,400)
Contributions by scheme participants	150	322
Effect of curtailments	(949)	115
Present value at the end of period	45,692	49,743

Scheme assets

Changes in the fair value of scheme assets are as follows.

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Fair value at start of period	39,301	33,044
Expected return on assets	2,706	2,350
Actuarial gains and losses	(2,495)	1,726
Employer contributions	1,252	3,259
Contributions by scheme participants	150	322
Benefits paid	(1,613)	(1,400)
Present value at the end of period	39,301	39,301

ARAMARK Limited
Notes to the Financial Statements
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Analysis of assets

The fair value of the scheme's assets, which are not intended to be realised in the short term and may be subject to significant change before they are realised were as follows

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Equity instruments	22,560	23,619
Debt instruments	16,584	15,285
Other assets	157	397
	<u>39,301</u>	<u>39,301</u>

Actual return on scheme's assets

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Actual return on scheme assets	<u>211</u>	<u>4,076</u>

The pension scheme has not invested in any of the company's own financial instruments or in properties or other assets used by the company

The overall expected return on assets assumption is derived as the weighted average of the expected returns from each of the main asset classes

Amounts recognised in the profit and loss account

	2 October 2010 to 30 September 2011 £000	3 October 2009 to 1 October 2010 £000
Amounts recognised in operating profit		
Current service cost	553	703
(Gains)/losses on curtailments and settlements	(949)	115
Recognised in arriving at operating profit	<u>(396)</u>	<u>818</u>
Amounts recognised in other finance (income)/cost		
Interest cost	2,570	2,418
Expected return on scheme assets	(2,706)	(2,350)
Recognised in other finance cost	<u>(136)</u>	<u>68</u>
Total recognised in the profit and loss account	<u>(532)</u>	<u>886</u>

ARAMARK Limited
Notes to the Financial Statements
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Principal actuarial assumptions

The expected rates of return on plan assets are determined by reference to the historical returns, without adjustment, of the portfolio as a whole and not on the sum of the returns on individual asset categories

The principal actuarial assumptions (expressed as weighted averages) at the balance sheet date were as follows

	30 September 2011	1 October 2010
	%	%
Discount rate	5.50	5.20
Future salary increases	N/A	4.00
Future pension increases	2.90	3.00
Inflation	3.00	3.10
Expected return on scheme assets - equity	6.80	8.60
Expected return on scheme assets - debt securities	4.20	4.75
Expected return on scheme assets - other	<u>6.20</u>	<u>6.80</u>

Post retirement mortality assumptions

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity

The assumptions used by the actuary are chosen from a range of possible actuarial assumptions which, due to the timescale covered, may not necessarily be borne out in practice

The assumptions are equivalent to expecting a 65-year old to live for a number of years as follows.

	30 September 2011	1 October 2010
	Years	Years
Current pensioners at retirement age - male	21.10	21.40
Current pensioners at retirement age - female	<u>23.70</u>	<u>23.80</u>

Amounts recognised in the statement of total recognised gains and losses

	2 October 2010 to 30 September 2011	3 October 2009 to 1 October 2010
	£000	£000
Actual return less expected return on scheme assets	2,267	(2,766)
Other actuarial gains/(losses)	<u>(955)</u>	<u>696</u>
Actuarial gains and losses recognised in the Statement of Total Recognised Gains and Losses	<u>1,312</u>	<u>(2,070)</u>

The cumulative amount of actuarial gains and losses recognised in the statement of total recognised gains and (losses) for accounting periods ending on or after 22 June 2002 and subsequently included by prior year adjustment under paragraph 96 of FRS17 'Retirement Benefits' are (£6,274,000) (2010 (£7,586,000))

ARAMARK Limited
Notes to the Financial Statements
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History of experience adjustments on scheme assets and liabilities

Amounts for the current and previous 4 periods are as follows

	30 September 2011	1 October 2010	2 October 2009	3 October 2008	28 September 2007
	£000	£000	£000	£000	£000
Fair value of scheme assets	39,301	39,301	33,044	30,404	35,244
Present value of scheme liabilities	(45,692)	(49,743)	(43,093)	(40,081)	(38,572)
Deficit in scheme	<u>(6,391)</u>	<u>(10,442)</u>	<u>(10,049)</u>	<u>(9,677)</u>	<u>(3,328)</u>

Experience adjustments

	30 September 2011	1 October 2010	2 October 2009	3 October 2008	28 September 2007
	£000	£000	£000	£000	£000
Experience adjustments arising on scheme assets	(2,495)	1,726	249	(8,400)	1,636
Experience adjustments arising on scheme liabilities	4,762	(4,492)	(1,555)	255	1,131
	<u>2,267</u>	<u>(2,766)</u>	<u>(1,306)</u>	<u>(8,145)</u>	<u>2,767</u>

Comparative figures have not been restated as permitted by FRS 17

26 Related party transactions

The company has taken advantage of the exemption in FRS8 "Related Party Disclosures" from disclosing transactions with other members of the group

27 Ultimate parent company

The company is controlled by ARAMARK Holdings Corporation and is a wholly owned subsidiary undertaking of ARAMARK Investments Limited, registered in England and Wales. The ultimate parent company is ARAMARK Holdings Corporation, incorporated in the State of Delaware, USA.

The largest and smallest Group in which the results of ARAMARK Limited are consolidated is that headed by ARAMARK Holdings Corporation. The financial statements of ARAMARK Holdings Corporation are available to the public at its head office ARAMARK Tower, 1101 Market Street, Philadelphia, PA 19107, USA.