

2049476

# MITIE ENGINEERING SERVICES LIMITED

## DIRECTORS REPORT

Directors: D M Telling FCIQB - Chairman  
W E Belshaw (appointed 2 April 1991)  
D Freeman  
W E Harding  
T G Lewis MCIBSE

Secretary: A F Waters FCA ATII

Registered Office: The Stable Block, Barley Wood, Wrington, Avon  
BS18 7SA

Company Number: 2049476

## REPORT OF THE DIRECTORS

The directors submit their fourth annual report and financial statements of the company for the year ended 31 March 1991.

## REVIEW OF ACTIVITIES

The company provides management and administration services to its subsidiary companies who provide fully integrated engineering services throughout the South of England.

The company is a wholly owned subsidiary of MITIE Group PLC.

## PROFIT AND DIVIDEND

The profit for the year after taxation was £93,366. A dividend of £93,000 is recommended in respect of the year. The surplus of £366 is transferred to reserves.

## DIRECTORATE

The directors at the date of this report are stated above.

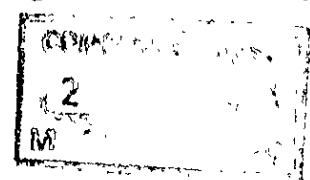
Mr J Priddy resigned as a director on 30 July 1990. Mr C S Townsend resigned as a director on 28 March 1991.

No director has any interest in the share capital of the company.

Messrs D M Telling and W E Harding are directors of MITIE Group PLC in which company's financial statements their interest in the share capital of that company is shown.

Other directors interests in the share capital of MITIE Group PLC are as follows

	<u>31 March 1991</u>	<u>1 April 1990</u>
	<u>Ordinary Shares</u>	<u>Ordinary Shares</u>
D Freeman	13,000	2,000
T G Lewis	293,483	293,483



MITIE ENGINEERING SERVICES LIMITED

DIRECTORS REPORT continued

AUDITORS

In accordance with S384 of the Companies Act 1985, a resolution proposing the re-appointment of BDO Binder Hamlyn will be put the the annual general meeting.

This report was approved by the Board on 14 August 1991.

A F WATERS

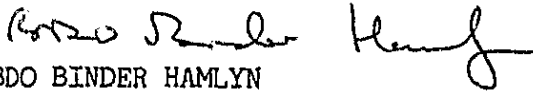
Secretary

A handwritten signature in dark ink, appearing to be 'A F Waters', written over a horizontal line.

REPORT OF THE AUDITORS TO THE MEMBERS OF  
MITIE ENGINEERING SERVICES LIMITED

We have audited the financial statements set out on pages 4 to 10 in accordance with Auditing Standards.

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 March 1991 and of its profit and source and application of funds for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

  
BDO BINDER HAMLYN

Chartered Accountants

Bristol

Date: 14 August 1991

MITIE ENGINEERING SERVICES LIMITED

PROFIT AND LOSS ACCOUNT for the year ended 31 March 1991

	Notes	1991 £	1990 £
INCOME			
ADMINISTRATIVE EXPENSES	2	96,000 21,046	545,774 55,564
OPERATING PROFIT		<hr/> 74,954	<hr/> 490,210
Interest receivable		18,630	4,810
Interest payable	3	(6,917)	(32,271)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	<hr/> 86,667	<hr/> 462,749
Taxation	5	6,699	14,989
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		<hr/> 93,366	<hr/> 477,738
Dividend payable		93,000	490,000
Retained Profit/(Loss) for the year		<hr/> 366	<hr/> (12,262)
STATEMENT OF RETAINED EARNINGS			
Balance brought forward		161	12,423
Retained Profit/(Loss) for the year		366	(12,262)
Balance carried forward		<hr/> 527	<hr/> 161
		=====	=====



MITLE ENGINEERING SERVICES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS for the year ended 31 March 1991

SOURCE OF FUNDS	1991 £	1990 £
Funds generated from operations		
Profit before taxation	86,667	462,749
Funds from other sources		
Sale of fixed assets	-	490,108
Taxation received	17,917	-
	<hr/>	<hr/>
	104,584	952,857
APPLICATION OF FUNDS		
Investment in subsidiaries	84,000	45,500
Taxation paid/(received)	-	4,736
Dividends paid	-	490,000
	<hr/>	<hr/>
Increase in working capital	20,584	412,621
	=====	=====
Arising from movements in:		
Debtors	113,902	102,330
Creditors	27,187	204,214
Cash balance	(120,505)	105,007
	<hr/>	<hr/>
	20,584	412,621
	=====	=====

# MITLE ENGINEERING SERVICES LIMITED

## NOTES TO THE ACCOUNTS for the year ended 31 March 1991

### 1. ACCOUNTING POLICIES

#### ACCOUNTING CONVENTION

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain freehold and long leasehold properties. The financial statements have been prepared in accordance with accounting standards.

#### CONSOLIDATED ACCOUNTS

Consolidated accounts for the group have not been prepared as this company is a wholly owned subsidiary of another company, registered in Scotland, who have prepared consolidated accounts for the group.

#### DEFERRED TAXATION

Provision is made for deferred taxation only to the extent that, in the opinion of the directors, a liability is expected to arise in the foreseeable future.

### 2. INCOME

	1991 £	1990 £
Dividends received	96,000	510,774
Rents received	-	35,000
	<hr/>	<hr/>
	96,000	545,774
	=====	=====

### 3. INTEREST PAYABLE

Bank loans and overdrafts repayable within five years	(314)	20,198
Loan Notes and Loan Stock	7,231	12,073
	<hr/>	<hr/>
	6,917	32,271
	=====	=====

### 4. PROFIT ON ORDINARY ACTIVITIES

This is stated after charging:

Auditors remuneration	500	500
And after receiving:		
Rents receivable	-	35,000
	=====	=====

# MITIE ENGINEERING SERVICES LIMITED

## NOTES TO THE ACCOUNTS for the year ended 31 March 1991

### 5. TAXATION

	1991 £	1990 £
UK Corporation tax at 35%		
- current year	-	-
Group relief receipt	(5,150)	(14,518)
Overprovision prior year	(3,399)	(471)
Deferred tax	-	1,850
	<hr/>	<hr/>
	(6,699)	(14,989)
	=====	=====

### 6. DIRECTORS AND EMPLOYEES

Staff costs - Salaries	-	2,700
Social security	-	188
	<hr/>	<hr/>
	-	2,888
	=====	=====
	<u>Number</u>	<u>Number</u>
The average number of persons employed during the year	NIL	1
	=====	=====
	£	£

The remuneration paid to the directors was	NIL	NIL
	=====	=====

### 7. INVESTMENT IN SUBSIDIARIES

	Proportion held				
MITIE Engineering Services (South East) Ltd	75%	Trading	10,599	10,599	
MITIE Engineering Services (South West) Ltd	51%	Trading	20,400	20,400	
MITIE Engineering Services (Bristol) Ltd	100%	Trading	187,776	187,776	
MITIE Engineering Services (Swindon) Ltd	75%	Trading	30,000	30,000	
MITIE Engineering Services (Cardiff) Ltd	75%	Trading	14,900	14,900	
MITIE Engineering Services (North) Ltd	100%	Trading	42,000	-	
MITIE Engineering Services (Midlands) Ltd	100%	Dormant	42,000	-	
			<hr/>	<hr/>	
			347,665	263,665	
			=====	=====	

The trading companies are involved in the installation of Electrical and Mechanical Services. All subsidiary companies are incorporated in England.



# MITIE ENGINEERING SERVICES LIMITED

## NOTES TO THE ACCOUNTS for the year ended 31 March 1991

8. <u>DEBTORS</u>	1991 £	1990 £
Other debtors	2	1,687
Value added tax	1,224	2,331
Corporation tax recoverable	5,150	14,518
Amounts due from subsidiary undertakings	261,504	144,810
	<hr/>	<hr/>
	267,880	163,346
	<hr/>	<hr/>

Included above is the sum of £140,000 due from subsidiary undertakings due after one year.

9. <u>CREDITORS</u> - amounts falling due within one year		
Bank overdraft	58,168	-
Other creditors	25,000	-
Accruals	2,432	5,599
Amounts due to subsidiary undertakings	980	-
Dividend payable	93,000	-
	<hr/>	<hr/>
	179,580	5,599
	<hr/>	<hr/>

10. <u>CREDITORS</u> - amounts falling due after more than one year		
3% Loan Notes repayable 31 Dec 1992	87,420	87,420
10.8% Unsecured Loan Stock 1991	-	50,000
	<hr/>	<hr/>
	87,420	137,420
	<hr/>	<hr/>

11. <u>SHARE CAPITAL</u>	Authorised	Allotted and fully paid	
Shares of £1 each	500,000	277,722	277,722
	<hr/>	<hr/>	<hr/>

The ultimate holding company at the balance sheet date was MITIE Group PLC, a company incorporated in Scotland, who own the entire issued share capital.

12. <u>REVALUATION RESERVE</u>	1991 £	1990 £
Surplus arising on revaluation of freehold property - still held within the Group	68,446	68,446
	=====	=====

MITIE ENGINEERING SERVICES LIMITED

NOTES TO THE ACCOUNTS for the year ended 31 March 1991

13. CAPITAL COMMITMENTS

The expenditure authorised and not provided in the accounts is as follows:-

	1991 £	1990 £
Contracted	-	-
Authorised but not contracted	-	-
	<hr/>	<hr/>
	NIL	NIL
	====	====

14. CONTINGENT LIABILITY

The company is a party to a cross guarantee with Midland Bank plc which guarantees the facilities utilised by certain fellow subsidiary companies.