REGISTERED NUMBER: 02455347 (England and Wales)

ST CLEMENTS SERVICES LIMITED REPORT OF THE DIRECTORS AND **FINANCIAL STATEMENTS** FOR THE YEAR ENDED 31 MARCH 2020



02/10/2020 COMPANIES HOUSE

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## COMPANY INFORMATION for the Year Ended 31 March 2020

**DIRECTORS:** 

V M Sim

D J Basterfield O Bournat P L Babb

SECRETARIES:

R D Edmunds

Miss L J Rowley

**REGISTERED OFFICE:** 

4-6 Church Walk

Daventry

Northamptonshire

NN11 4BL

REGISTERED NUMBER:

02455347 (England and Wales)

**AUDITORS:** 

Fortus Audit LLP 1 Rushmills Northampton Northamptonshire

NN4 7YB

## REPORT OF THE DIRECTORS for the Year Ended 31 March 2020

The directors present their report with the financial statements of the company for the year ended 31 March 2020.

This Directors' Report has been prepared in accordance with the special provisions relating to small companies in accordance with section 415(A) of the Companies Act 2006. The directors have also taken advantage of the small companies' exemption from preparing a Strategic Report, provided by section 414B of the Companies Act 2006.

#### PRINCIPAL ACTIVITY

The principal activity of the company is the development and support of software systems to assist suppliers, shippers and generators with managing wholesale electricity and gas purchases, together with the development and support of other electricity industry related software systems, primarily for electricity Distribution Network Operators (DNOs). The products and services are provided to a number of major electricity supply companies (who are the shareholders of the company), gas shippers and electricity DCOs within Great Britain.

#### **REVIEW OF BUSINESS**

In the year to 31 March 2020, St Clements Services Limited achieved revenues of £4.1m (2019: £3.3m) and a pre-tax profit of £523k (2019: pre-tax profit of £376k).

#### **DIVIDENDS**

The directors do not recommend a dividend for the year (2019: £nil).

#### DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2019 to the date of this report.

P L Babb V M Sim D J Basterfield

Other changes in directors holding office are as follows:

O Bournat was appointed as a director after 31 March 2020 but prior to the date of this report.

J M Squire and S W Todd ceased to be directors after 31 March 2020 but prior to the date of this report.

#### **GOING CONCERN**

The company's business activities are set out above and these are expected to continue for the foreseeable future. The company currently has good cash reserves, zero borrowing and does not anticipate the need for commercial borrowing facilities in the short-medium term. Due to the nature of the company's business and shareholding, the directors believe that the company is well placed to manage its business risks successfully. After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue its operational existence for the foreseeable future.

In addition, the directors have specifically considered the measures taken to address the current COVID-19 situation and the potential risks to the business that the pandemic could cause. Home working does not prevent the Company's work continuing essentially in a normal manner. Directors recognise that a resurgence of COVID-19 could deprive the Company of resources, which might affect delivery by the Company. However, Directors do not consider this a risk that would create doubt about the viability of the business.

In light of these considerations, the Directors continue to adopt the going concern basis in preparing the annual report and accounts.

## REPORT OF THE DIRECTORS for the Year Ended 31 March 2020

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are salisfied that they give a true and tair 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;
- 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 traud and other irregularities.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### **AUDITORS**

The auditors, Fortus Audit LLP, are deemed to be re-appointed under Section 487(2) of the Companies Act 2006.

VALÊRIE SIM

ON BEHALF OF THE BOARD:

Director

Date: 23 SEPTEMBER 2020

### REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ST CLEMENTS SERVICES LIMITED

### **Opinion**

We have audited the financial statements of St Clements Services Limited (the 'company') for the year ended 31 March 2020 which comprise the Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice: and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

#### Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

#### REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ST CLEMENTS SERVICES LIMITED

### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

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; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report.

#### Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic atternative but to do so.

#### Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

### Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors 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.

Gary Woodhall ACA (Senior Statutory Auditor) for and on behalf of Fortus Audit ILP

1 Rushmills
Northampton
Northamptonshire

NN4 7YB

Date: La Sola Laco.

## STATEMENT OF COMPREHENSIVE INCOME for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
TURNOVER	3	4,111,612	3,335,039
Cost of sales		1,096,679	510,804
GROSS PROFIT		3,014,933	2,824,235
Administrative expenses		2,512,564	2,465,215
OPERATING PROFIT	5	502,369	359,020
Interest receivable and similar income		20,512	16,805
PROFIT BEFORE TAXATION		522,881	375,825
Tax on profit	6	100,088	71,589
PROFIT FOR THE FINANCIAL YEAR		422,793	304,236
OTHER COMPREHENSIVE INCOME			·
TOTAL COMPREHENSIVE INCOME FOR TO YEAR	HE	422,793	304,236

The notes form part of these financial statements

## ST CLEMENTS SERVICES LIMITED (REGISTERED NUMBER: 02455347)

## BALANCE SHEET 31 March 2020

	2020		2019		
	Notes	. <b>£</b>	£	£	£
HXED ASSETS					
Tangible assets	7		60,550		62,545
CURRENT ASSETS					
Deblors	8	1,073,664		1,221,354	
Investments	9	2,050,440		1,750,030	
Cash at bank and in hand		1,692,027		1,503,915	
		4.816,131		4,475,299	
CREDITORS					
Amounts falling due within one year	10	1,796,267		1,880,329	
NET CURRENT ASSETS			3,019,864		2,594,970
TOTAL ASSETS LESS CURRENT LIABILITIES			3.080.414		2,657,515
PROVISIONS FOR LIABILITIES	12		9.294		9,188
NET ASSETS			3,071,120		2,648,327
CARRAL AND DESERVED					
CAPITAL AND RESERVES	10		40		40
Called up share capital	13		40		40
Special reserve	14 14		176.289		173,684
Retained earnings	14		2.894.791		2,474,603
SHAREHOLDERS' FUNDS			3,071,120		2,648,327

The financial statements were approved by the Board of Directors and authorised for issue on 23.5-ept. Refer. 2020. and were signed on its behalf by:

Valence Valence SM 23 SEPTEMBER 2020

## STATEMENT OF CHANGES IN EQUITY for the Year Ended 31 March 2020

	Called up share capital	Retained earnings	Special reserve £	Total equity £
Balance at 1 April 2018	40	2,173,438	170,613	2,344,091
Changes in equity Total comprehensive income Transfer to special reserve  Balance at 31 March 2019		304,236 (3,071) 2,474,603	3,071 173,684	304,236
Changes in equity Total comprehensive income Transfer to special reserve		422,793 (2,605)	2.605	422,793 
Balance at 31 March 2020	40	2,894,791	176,289	3,071,120

The notes form part of these financial statements

## CASH FLOW STATEMENT for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
Cash flows from operating activities Cash generated from operations Tax paid	17	560,823 (65,283)	231,281 (137,655)
Net cash from operating activities		495,540	93,626
Cash flows from investing activities Purchase of tangible fixed assets Management of liquid resources Interest received  Net cash from investing activities		(27.530) (300.410) 20.512 (307.428)	(58,078) 151,283 16,805
(Decrease) //n are see to each and each		100.110	
(Decrease)/increase in cash and cash of Cash and cash equivalents at beginning of year		188,112	203,636 1,300,279
Cash and cash equivalents at end of year	18	1,692,027	1,503,915

The notes form part of these financial statements

## NOTES TO THE FINANCIAL STATEMENTS for the Year Ended 31 March 2020

#### 1. STATUTORY INFORMATION

St Clements Services Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

#### 2. ACCOUNTING POLICIES

#### Basis of preparing the financial statements

These financial statements have been prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

There were no material departures from the standard.

#### Significant judgements and estimates

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The directors do not consider that there are any estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

#### Turnove

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

#### Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Improvements to property

- 10% on cost

Computer equipment

- 10-33% on cost

#### **Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

## **Deferred tax**

Deferred taxation is provided in full on timing differences which 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 on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in period different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered based on suitable taxable profits from which future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balances sheet date. Deferred tax assets and liabilities are not discounted.

## NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 March 2020

#### 2. ACCOUNTING POLICIES - continued

#### Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

#### Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

#### Liquid resources

All amounts held on deposit of one year or less at investment date are treated as liquid resources and recognised within current asset investments.

#### Going concern

The company's business activities, together with factors likely to affect its future development, performance and position are set out in the Directors' report. After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue its operational existence for the foreseeable future.

In addition, the directors have specifically considered the measures taken to address the current COVID-19 situation and the potential risks to the business that the pandemic could cause. Home working does not prevent the Company's work continuing essentially in a normal manner. Directors recognise that a resurgence of COVID-19 could deprive the Company of resources, which affect delivery by the Company. However, Directors do not consider this a risk that would create doubt about the viability of the business.

In light of these considerations, the Directors continue to adopt the going concern basis in preparing the annual report and accounts.

## 3. TURNOVER

Turnover is derived wholly from the United Kingdom and is attributable to one activity, which is considered the company's only operating segment.

## 4. EMPLOYEES AND DIRECTORS

	2020	2019
	£	£
Wages and salaries	1,623,643	1,585,863
Social security costs	191,957	186,864
Other pension costs	<u>184,689</u>	<u>207,971</u>
	2,000,289	1,980,698
The average number of employees during the year was as follows:		
The divided nothers of simpleyees doining the year was as follows.	2020	2019
Technical	25	26
Administration	5	5
	30	<u>31</u>
	2020 £	2019 £
Directors' remuneration	I.	a.
Directors terriorieration	<del></del>	

5.	OPERATING PROFIT		
	The operating profit is stated after charging:		
	Hire of plant and machinery Other operating leases Depreciation - owned assets Auditors' remuneration Auditors' remuneration for non audit work	2020 £ 3,766 79,654 29,525 7,750 1,750	2019 £ 3,946 79,252 28,001 7,750 2,000
6.	TAXATION		
	Analysis of the tax charge The tax charge on the profit for the year was as follows:  Current tax: UK corporation tax Under/over provision	2020 £ 99.975 7	2019 £ 65,283
	Total current tax	99,982	65,283
	Deferred tax	106	6,306
	Tax on profit	100.088	71,589
	Reconciliation of total tax charge included in profit and loss  The tax assessed for the year is the same as the standard rate of corporation	2020 £	2019 £
	Profit before tax	522,881	375,825
	Profit multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	99,347	71,407
	Effects of: Expenses not deductible for tax purposes Capital allowances in excess of depreciation Adjustments to tax charge in respect of previous periods Deferred tax – origination/reversal of temporary differences respect of previous periods	734 (106) 7 106	377 (6.638) 137 6.306
	Total tax charge	100,008	71,589

7.	TANGIBLE FIXED ASSETS			
		Improvements to property £	Computer equipment	Totals £
	COST At 1 April 2019 Additions	2,467	406,409 27,530	408,876 27,530
	Disposals	<del></del>	(7,103)	(7,103)
	At 31 March 2020	2,467	426,836	429,303
	DEPRECIATION At 1 April 2019 Charge for year Eliminated on disposal	2,467 - 	343,864 29,525 (7,103)	346,331 29,525 (7,103)
	At 31 March 2020	2,467	366,286	368,753
	NET BOOK VALUE At 31 March 2020	-	60,550	60,550
	At 31 March 2019	<del></del>	62,545	62,545
8.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		2020	2019
	Trade debtors Prepayments and accrued income		£ 723,508 350,156	£ 937,439 283,915
			1,073.664	1,221,354
9.	CURRENT ASSET INVESTMENTS		2020	2019
	Money market deposits		£ _2,050,440	£ 1,750,030
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		2020	2019
	Trade creditors Tax		£ 321,013 99,975	£ 509,512 65,276
	VAT Other creditors Accruals and deferred income		130,416 218 1,244,645	120,125 316 1,18 <u>5,100</u>
			1,796,267	1,880,329

## NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 March 2020

11.	LEASING AGR	EEMENTS			
	Minimum leas	e payments under non-cancellable	operating leases fall due	2020	2019
	Within one ye Between one	ar and five years		£ 80,144 32,083	£ 85,438 111,896
				112,227	197,334
12.	PROVISIONS F	OR LIABILITIES	,	2020	2019
	Deferred tax			£ 9.294	£ 9,188
					Deferred tax
	Balance at 1 . Charge to Sto	April 2019 stement of Comprehensive Income	during year		£ 9,188 106
	Balance at 31	March 2020			9,294
13.	CALLED UP SH	ARE CAPITAL			
	Allotted, issue Number:	d and fully paid: Class:	Nominal value:	2020 £	2019 £
	40	Ordinary	£1	40	<u>40</u>
14.	RESERVES		Retained earnings £	Special reserve £	Totals £
	At 1 April 2019	,	2,474,603	173,684	2,648,287
	Profit for the year		422,793 (2,605)	2,605	422,793 -
	At 31 March 2	020	2,894,791	176,289	3,071,080

The Special reserve was created as a result of capital contributions by the shareholders. There was a transfer to the Special reserve in the year to increase it in line with CPI movement during the year.

### 15. PENSION COMMITMENTS

The company makes contributions to defined contribution pension schemes for all employees. Liability is limited to the premiums paid which are charged against profits in the year of payment. Funds are held separately from the company. Contributions paid for the year ending 31 March 2020 were £184,689 (2019: £207,971). There were no outstanding contributions at the year end (2019: £nil) that had not been paid over to the scheme.

16.	RELATED PARTY DISCLOSURES	•	
	Entities with control, joint control or significant influence over the entity		
	,	2020	2019
	Sales	£ 1,626,332	£ 1,622,511
	Amount due from related party	332,499	324,357
	Key management personnel of the entity or its parent (in the aggregate)		
		2020	2019
	Remuneration	£ 445,351	£ 427,559
	Komanaranan	440,001	427,007
17	DECONOUNT ON OF PROFIT REPORT TAY ATION TO CASH CENTRATED FROM	OREDATIONS	
17.	RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM	2020	2019
		£	£
	Profit before taxation	522,881	375,825
	Depreciation charges Finance income	29,525 (20,512)	28,001 (16,805)
	Thance income	(20,512)	110,000)
		531,894	387,021
	Increase in trade and other debtors	147,690	(542,625)
	(Decrease)/increase in trade and other creditors	<u>(118,761</u> )	386,885
	Cash generated from operations	560,823	231,281
		<del></del>	
18.	CASH AND CASH EQUIVALENTS		
	The agreement of colored and the Color State Charles and in color of color		
	The amounts disclosed on the Cash Flow Statement in respect of cash respect of these Balance Sheet amounts:	ana casn eqi	Jivaients are in
	Year ended 31 March 2020		
		31.3.20	1.4.19
	Cash and cash equivalents	£ 1,692,027	£ 1,503,915
	Cash and Cash equivalents	1,072,027	1,000,710
•	Year ended 31 March 2019		
		31.3.19 £	1.4.18 £
	Cash and cash equivalents	یر 1,503,915	1,300,279

19.	ANALYSIS OF CHANGES IN NET FUNDS			
		At 1.4.19 £	Cash flow £	At 31.3.20 £
	<b>Net cash</b> Cash at bank and in hand	1,503,915	188,112	1,692,027
		1,503,915	188,112	1,692,027
	Liquid resources  Current asset investments	1,750,030	300,410	2,050,440
		1,750,030	300,410	2,050,440
	Total	3,253,945	488,522	3,742,467