UIA (Call Centres) Limited

Annual Report and Financial Statements for the year ended 31 December 2019

UIA (Call Centres) Limited
Kings Court, London Road, Stevenage, Herts. SG1 2TP

Registered Number 03400457

UIA (Call Centres) Limited

Contents

Registered Office

Kings Court
London Road
Stevenage
Herts
SG1 2TP

Auditor

Deloitte LLP, Statutory Auditor
1 New Street Square
London
EC4A 3HQ
United Kingdom

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2019. This Directors' Report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption and exemption from producing a strategic report.

Principal activity

The principal activity of the Company during the year was the operation of a telephone call centre providing assistance to members of the Unison trade union.

Review of the business and future developments

The level of business and the overall financial position remain satisfactory and the directors expect that the present level of activity will continue for the foreseeable future.

After making enquiries, the directors' expectation is that the Company will have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements. UIA (Insurance) Limited, the ultimate parent company, intends to support the Company to ensure it can meet its obligations as they fall due, provided the Company remains a member of the Group. The Directors have received confirmation that UIA (Insurance) Limited intends to support the Company for at least one year after the financial statements are authorised for issue, in the unlikely event that it is necessary to do so.

Results, dividends and transfers to reserves

The result for the year is set out on page 8. The directors do not recommend the payment of a dividend (2018:£nil).

Directors

The directors of the company during the year ended 31 December 2019, all of whom were directors for the whole year then ended and to the date of this report, unless otherwise stated, were:

Jon Craven
Peter Dodd
John Nickson

The directors have no interest in the share capital of the Company.

Post balance sheet events

Covid-19

Since 31 December 2019 the outbreak of COVID-19 has resulted in governments worldwide introducing emergency measures to stop the spread of the virus. These measures including lockdowns in many territories have caused material disruption to businesses leading to economic slowdown. Global investment markets have experienced significant falls since 31 December 2019 and still exhibit a high level of volatility. Governments and central banks have reacted with significant measures designed to support economies and investment markets.

As the duration and impact of Covid-19 is unknown it is not possible to reliably estimate its impact on the Company's financial results in future periods, including the impact of decisions on risk mitigation strategies and protections, which will be considered as they expire or come up for renewal over the next 12 months. However the company classifies the event as a non-adjusting subsequent event.

Directors' report (continued)

Brexit

Despite the UK leaving the EU in January 2020 we are not expecting any impact on the company due to all activity being UK based. We will, however, face the indirect consequences of such a move, such as a possible increase in general inflation and further uncertainty.

There are no other post balance sheet subsequent events.

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland. Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs 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 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.

Statement of directors' responsibilities (continued)

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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement as to disclosure of information to auditor

Each of the persons who are a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's auditor is unaware; and

- the director has taken all of the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information (as defined in the Companies Act 2006) and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Directors' report (continued)

Independent Auditors

A resolution was passed at the 2020 Annual General Meeting to reappoint Deloitte LLP as auditors.

By order of the Board

Jon Craven
Director

30 June 2020

Independent Auditors Report to the Members of UIA (Call Centres) Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of UIA (Call Centres) Limited (the "company"):

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity;
- the statement of cash flows; and
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

Independent Auditors Report to the Members of UIA (Call Centres) Limited (continued)

Report on the audit of the financial statements (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

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

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 any material misstatements in the directors' report.

Independent Auditors Report to the Members of UIA (Call Centres) Limited (continued)

Report on the audit of the financial statements (continued)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Adam Addis, ACA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
30 June 2020

UIA (Call Centres) Limited

Profit and Loss Account
for the year ended 31 December 2019

	Notes	2019 £'000	2018 £'000
Turnover	4	**2,306**	2,192
Administrative expenses		**(2,303)**	(2,192)
Profit on ordinary activities before taxation	5	**3**	-
Tax on profit	8	**(1)**	-
Profit for the year		**2**	-

The Company has no recognised gains and losses other than those included in the profit and loss account in the current and prior year and therefore no separate statement of comprehensive income has been presented.

All of the Company's activities relate to continuing operations.

The notes on pages 12 to 16 form part of these financial statements.

UIA (Call Centres) Limited

Balance Sheet
for the year ended 31 December 2019

	Notes	2019 £'000	2018 £'000
Tangible assets	9	**1**	-
Current assets			
Debtors – trade receivables		**437**	502
Deferred tax asset	8	**1**	2
Prepayments		**5**	3
Cash at bank and in hand		**5**	5
		448	512
Creditors: amounts falling due within one year			
Amounts due to parent Society		**(316)**	(401)
Other creditors	10	**(125)**	(105)
		(441)	(506)
Net current assets		**8**	6
Net assets		**8**	6
Capital and reserves			
Called-up share capital	11	**125**	125
Profit and loss account		**(117)**	(119)
Shareholders funds		**8**	6

The profit for the financial year dealt with in the financial statements of the parent Society was £2,000 (2018: £1,000)

The financial statements of UIA (Call Centres) Limited (Registered number 03400457) were approved by the board of directors and authorised for issue on 30 June 2020 and were signed on its behalf by:

Jon Craven
Director

The notes on pages 12 to 16 form part of these financial statements.

UIA (Call Centres) Limited

Statement of Changes in Equity
for the year ended 31 December 2019

	Share Capital £'000 Note 11	Profit and Loss account £'000	Total £'000
At 1 January 2018	125	(119)	6
Profit for the financial year	-	-	-
At 31 December 2018	125	(119)	6
Profit for the financial year		2	2
At 31 December 2019	**125**	**(117)**	**8**

The notes on pages 12 to 16 form part of these financial statements.

UIA (Call Centres) Limited

Statement of Cash flows
for the year ended 31 December 2019

	Notes	2019 £'000	2018 £'000
Net cash flows from operating activities	6	**1**	-
Net cash (used in) / generated from operating activities		**1**	-
Purchase of intangible and tangible assets		**(1)**	-
Net cash (decrease) / increase in cash at bank and in hand		**-**	-
Cash and cash equivalents at beginning of year		**5**	5
Cash at cash equivalents at end of year		**5**	5
Reconciliation to cash at bank and in hand:			
Cash at bank and in hand		**5**	5

The notes on pages 12 to 16 form part of these financial statements.

Notes to the Financial Statements
for the year ended 31 December 2019

1. General information

UIA (Call Centres) Limited is a limited liability Company incorporated in England and is a fully owned subsidiary of UIA (Insurance) Limited. The address of the registered office is given on page 1.

The nature of the Company's operations and its principal activities are set out in the Directors' Report.

2. Accounting policies

In applying the accounting policies set out below there are no significant estimates or assumptions that affect the reported amounts of assets and liabilities.

2.1 Basis of preparation

The financial statements have been prepared on a going concern basis as UIA (Insurance) Limited, the ultimate parent company, intends to support the Company to ensure it can meet its obligations as they fall due, provided the Company remains a member of the Group. The Directors have received confirmation that UIA (Insurance) Limited intends to support the Company for at least one year after the financial statements are authorised for issue, in the unlikely event that it is necessary to do so.

The financial statements have been prepared under historical cost convention, modified to include certain items at fair value, and in accordance with Section 1A of Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The Company is subject to requirements of the Companies Act 2006.

The functional currency of UIA (Call Centres) Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the company operates. The financial statements are also presented in pounds sterling.

2.2 Group disclosure exemptions

UIA (Call Centres) Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in relation to intra-group transactions. The Company is consolidated in the financial statements of its parent, UIA (insurance) Limited, which may be obtained at www.uia.co.uk. Exemptions have been taken in these separate Company financial statements in relation to remuneration of key management personnel.

2.3 Revenue recognition

Revenue is in the form of fee income based on the running costs of the call centre. Revenue is recognised on an accruals basis and is exclusive of VAT.

2.4 Taxation

Current tax including United Kingdom Corporation Tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. The taxation expense represents the sum of the tax currently payable and deferred tax.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in future or a right to pay in the future have occurred at the balance sheet date.

Deferred tax assets and liabilities are offset only if: a) the company has a legally enforceable right to set off current tax assets against current liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Notes to the Financial Statements (continued)
for the year ended 31 December 2019

2.5 Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life as follows.

Computer Equipment	50%
Fixtures and fittings	50%

2.6 Subsequent events

Since 31 December 2019 the outbreak of COVID-19 has resulted in governments worldwide introducing emergency measures to stop the spread of the virus. These measures including lockdowns in many territories have caused material disruption to businesses leading to economic slowdown. Global investment markets have experienced significant falls since 31 December 2019 and still exhibit a high level of volatility. Governments and central banks have reacted with significant measures designed to support economies and investment markets.

As the duration and impact of Covid-19 is unknown it is not possible to reliably estimate its impact on the Company's financial results in future periods, including the impact of decisions on risk mitigation strategies and protections, which will be will be considered as they expire or come up for renewal over the next 12 months. However the company classifies the event as a non-adjusting subsequent event.

There are no other post balance sheet subsequent events

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in Note 2, the Directors are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements and key sources of estimation uncertainty in applying the Company's accounting policies

There are no critical judgements, apart from those involving estimations, in the process of applying Company's accounting policies.

4. Turnover

During the year the Company had turnover of £2,306,000 (2018: £2,192,000) all of which is derived from the UK.

5. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation includes the following administration expenses:	**2019** £'000	**2018** £'000
Auditors remuneration		
Fees payable to the auditor for the audit of the annual accounts	**5**	4
	5	4

Notes to the Financial Statements (continued)
for the year ended 31 December 2019

6. Reconciliation of operating surplus to cash generated by operations

	2019 £'000	2018 £'000
Operating profit before taxation	**3**	-
Depreciation	**-**	
Operating cash flows before movement in working capital	**3**	-
Decrease in receivables	**61**	29
Increase/(Decrease) in payables	**21**	(157)
(Decrease)/Increase in intercompany account	**(84)**	128
Cash generated by operations	**1**	-

7. Colleague information

	2019 £'000	2018 £'000
Wages and salaries	**1,127**	1,092
Social security costs	**79**	76
Pension cost	**220**	190
	1,426	1,358

The average number of colleagues during the year was as follows:		
Management	**1**	1
Administrative	**58**	56
	59	57

The directors are remunerated by UIA (Insurance) Limited for their services to the group as a whole and their remuneration is disclosed in the financial statements of the Society.

8. Taxation

	2019 £'000	2018 £'000
(a) Analysis of the tax charge		
UK corporation tax	**-**	-
Deferred tax charge	**1**	-
	1	-

(b) Factors affecting tax
The tax assessed for the year is 19% (2018:19%) of the taxable income for the year.

	2019 £'000	2018 £'000
Profit on ordinary activities before tax	**3**	-
Profit on ordinary activities multiplied by corporation tax of 19% (2018: 19%)	**3**	-
Corporation tax charge	**-**	-

Notes to the Financial Statements (continued)
for the year ended 31 December 2019

(c) Deferred tax asset	2019 £'000	2018 £'000
Balance at 1 January	**2**	**2**
Movement in the year	**(1)**	-
Balance at 31 December	**1**	2

9. Tangible assets

	Computer Equipment & Systems £'000	Furniture, Fixtures & Fittings £'000	Total £'000
Cost			
At 1 January 2019	38	44	82
Additions	1	-	1
At 31 December 2019	39	44	83
Accumulated depreciation			
At 1 January 2019	(38)	(44)	(82)
Charge for the year	-	-	-
At 31 December 2019	(39)	(44)	(83)
Net book value at 31 December 2019	**1**	**-**	**1**
Net book value at 31 December 2018	-	-	-

10. Other creditors

	2019 £'000	2018 £'000
Other taxation and social security	**115**	80
Accruals	**10**	25
	125	105

11. Share capital

	2019 £'000	2018 £'000
Allotted, issued and fully paid up		
125,000 ordinary shares of £1 each (2018: 125,000)	**125**	125

Notes to the Financial Statements (continued)
for the year ended 31 December 2019

12. Related party transactions

UIA (Call Centres) Limited transacts with other group companies in the normal course of business.

The Company has taken advantage of the exemption available under paragraph 33.1A of FRS 102 and has not provided details of transactions with entities forming part of the UIA Group.

13. Ultimate parent Company

The Company is a wholly owned subsidiary of UIA (Insurance) Limited, a Society registered in England under the Co-operative and Community Benefit Societies Act 2014 (Registration Number 2898R). UIA (Insurance) Limited is the ultimate parent Society and ultimate controlling party. Copies of the parent Society's financial statements are available from its registered office: Kings Court, London Road, Stevenage, Herts, SG1 2TP. UIA (Insurance) Limited is the parent Society of the smallest and largest group for which group financial statements are drawn up.