

Supporta Limited

Financial statements

For the year ended 31 December 2011



Company No. 04002389

Company information

Company registration number	04002389
Registered office	1390 Montpellier Court Gloucester Business Park Brockworth Gloucester GL3 4AH
Directors	A C M Smith B R Westran
Secretary	B R Westran
Bankers	Barclays Bank PLC Corporate Banking Centre PO Box 119 Park House Stoke Gifford Bristol BS34 8TN
Solicitors	BPE Solicitors St James' House St James' Square Cheltenham GL50 3PR
Auditors	Grant Thornton UK LLP Chartered Accountants Registered Auditor Hartwell House 55 - 61 Victoria Street Bristol BS1 6FT

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Report of the Directors

The Directors present their report and the financial statements of the company for the year ended 31 December 2011

Principal activities

The principal activity of the Company during the period was to act as a Holding company

Following an intra-group reorganisation during the year, investments in TerraQuest Solutions Limited and Mears Care (Holdings) Limited were transferred to Mears Group PLC

The Company's remaining subsidiaries are dormant (within the meaning of section 480 of the Companies Act 2006) They were principally involved in the outsourcing of services (including payroll, systems and audit services to the public sector)

Business review

There was a loss for the year after taxation amounting to £7.6m (9 month period to 31 December 2010 profit £1.0m)
The Directors do not recommend payment of a dividend

Directors

The Directors who served the Company during the period were as follows

A C M Smith
B R Westran

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 laws). 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 and 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 judgments 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,

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.

In so far as each of the Directors is aware

- there is no relevant audit information of which the Company's auditor are unaware, and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor are aware of that information.

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.

Report of the Directors – continued

Going concern consideration

Mears Group PLC, the parent Company, has a centralised treasury arrangement and so shares banking arrangements with its subsidiaries

After making enquiries, the Directors believe that the Group and Company have adequate resources to continue in operational existence for the foreseeable future, and they have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Group to continue as a going concern or its ability to continue with the current banking arrangements. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts

Auditors

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the Company receives notice under section 488(1) of the Companies Act 2006

This report was approved by the Board on 27 March 2012 and signed on its behalf



B R Westran

Director

Report of the independent auditor to the member of Supporta Limited

We have audited the financial statements of Supporta Limited for the year ended 31 December 2011 which comprise the principal accounting policies, profit and loss account, balance sheet and the related notes. 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 member, as a body, in accordance with Chapter 3 Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to it 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 member as a body, for our audit work, for this report or for the opinions we have formed.

Respective responsibilities of Directors and auditors

As explained more fully in the Directors' Responsibilities Statement on page 3 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 financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors 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



J Geraint Davies

Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Bristol

27 March 2012

Principal accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards. The accounting policies are unchanged from the previous period.

Consolidation

The Company was, at the end of the year, a wholly-owned subsidiary of another whose accounts are publicly available and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts. Consequently, these accounts present information about the individual undertaking.

Cash Flow Statement

The Directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that 100% of the voting rights of the Company are controlled by its ultimate parent Company, which publishes a consolidated cash flow statement.

Turnover

The turnover shown in the profit and loss account represents amounts receivable by the company for goods supplied and services provided excluding VAT and trade discounts. Where services are provided on annual contracts, revenue is spread evenly over the duration of the contract.

Exceptional items

Exceptional items are disclosed where these are material and considered necessary to explain the underlying financial performance of the Company. They are either one off in nature or necessary elements of expenditure to derive future benefits for the Company which have not been capitalised in the statement of financial position.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost, net of depreciation. Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets by equal annual instalments over their estimated useful economic lives. The range of estimated useful lives for each major assets category, which are reviewed annually are:

Computer equipment and software – 3 to 8 years

Investments

Investments are included at cost less amounts written off.

Deferred taxation

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

Principal accounting policies – continued

Leased assets

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their estimated useful economic lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease. All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight-line basis over the lease term.

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Retirement benefits

Defined contribution scheme

The pension costs charged against profits are the contributions payable to individual policies in respect of the accounting period.

Share based payments

In the prior period, the Company operated several share option plans for key employees. All share based payment arrangements granted after 7 November 2002 that had not vested prior to 1 April 2006 were recognised in the financial statements.

All goods and services received in exchange for the grant of any share based payment are measured at their fair values. Where employees are rewarded using share based payments, the fair values of employees' services are determined indirectly by reference to the fair value of the instrument granted to the employee. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions.

All equity-settled share based payments are ultimately recognised as an expense in the profit and loss account with a corresponding credit to "share based payment reserve".

If vesting periods or other non-market vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Estimates are revised subsequently if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognised in the current period. No adjustment is made to any expense recognised in prior periods if share options that have vested are not exercised.

Upon exercise of share options, the proceeds received net of attributable transaction costs are credited to share capital, and where appropriate share premium.

Profit and loss account

	Note	12 months to 31 Dec 2011 £'000	9 months to 31 Dec 2010 £'000
Turnover	1	80	322
Cost of sales		(82)	(322)
Gross (loss) / profit		(2)	–
Operating expenses			
– pre exceptional items		(53)	101
– exceptional items	2	(7,539)	(28)
Total operating (expense) / income		(7,592)	73
Operating (loss) / profit		(7,594)	73
Income from fixed asset investments		–	923
Net interest (payable) / receivable	5	(7)	10
(Loss) / profit on ordinary activities before taxation		(7,601)	1,006
Tax on (loss) / profit on ordinary activities	6	–	–
(Loss) / profit for the financial period	14	(7,601)	1,006

All amounts relate to discontinued operations

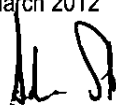
The Company has no recognised gains or losses other than the results for the year as set out above

The accompanying accounting policies and notes form part of these financial statements

Balance sheet

	Note	31 December 2011		31 December 2010	
		£'000	£'000	£'000	£'000
Fixed assets					
Investments	7		-		10,296
					<u>10,296</u>
Current assets					
Stocks	8	-		10	
Debtors	9	-		131	
Cash at bank and in hand		-		4	
					<u>145</u>
Creditors' amounts due within one year	10	-		(148)	
Net current assets/(liabilities)			-		(3)
Total assets less current liabilities			-		10,293
Creditors' amounts falling due after more than one year	11		(6,101)		(8,793)
Net (liabilities)/assets			(6,101)		1,500
Capital and reserves					
Called up share capital	13		4,323		4,323
Share premium account	14		35,739		35,739
Profit and loss account	14		(46,163)		(38,562)
Shareholder's (deficit)/funds	15		(6,101)		1,500

The financial statements were approved and authorised for issue by the Directors and are signed on their behalf on
27 March 2012



A C M Smith
Director

The accompanying accounting policies and notes form part of these financial statements

Notes to the financial statements

1 Turnover

The turnover and loss before tax are attributable to the one principal activity of the company which is carried out entirely within the United Kingdom

2 Operating loss

Operating loss is stated after charging

	12 months to 31 Dec 2011 £'000	9 months to 31 Dec 2010 £'000
Depreciation of tangible fixed assets owned by the Company	-	11
Loss on disposal of fixed assets	-	16
Operating lease rentals	-	8
Exceptional items		
– Write off of inter-company balances	7,539	-
– Other	-	28
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3 Auditor's remuneration

Fees payable to the auditors for the period

	12 months to 31 Dec 2011 £'000	9 months to 31 Dec 2010 £'000
For the audit of the Company's financial statements	4	4
For taxation compliance fees	3	1
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4 Directors and employees

No director received any remuneration from the Company during the current year or previous period. Directors were remunerated through other Group companies.

5 Interest payable and other finance charges

	12 months to 31 Dec 2011 £'000	9 months to 31 Dec 2010 £'000
Interest payable		
On bank loans and overdrafts	-	1
Other	7	(11)
	<hr/>	<hr/>
Net payable / (receivable)	7	(10)
	<hr/>	<hr/>

6 Tax on (loss) / profit on ordinary activities

The tax charge represents:

	12 months to 31 Dec 2011 £'000	9 months to 31 Dec 2010 £'000
Tax on (loss)/profit on ordinary activities	-	-
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Notes to the financial statements

6 Tax on (loss) / profit on ordinary activities - continued

Factors affecting tax charge for the period

The tax assessed on the loss on ordinary activities for the period is higher than the standard rate of corporation tax in the UK. During the period the average corporation tax rate was 26.5% (2010: 28%).

	12 months to 31 Dec 2011 £'000	9 months to 31 Dec 2010 £'000
(Loss) / profit on ordinary activities before taxation	(7,601)	1,006
(Loss) / profit on ordinary activities multiplied by standard rate of tax	(2,014)	282
Effects of		
Group relief	16	(19)
Permanent differences	1,998	9
Capital allowances in excess of depreciation	-	(14)
Income not subject to taxation	-	(258)
Total current tax	-	-

7. Investments

	Subsidiary undertakings £'000
Cost	
At 1 January 2011	15,830
Transfer to parent company	(10,250)
	5,580
Amounts written off	
At 1 January 2011	5,534
Provided for in the year	46
At 31 December 2011	5,580
Net Book Value	
At 31 December 2011	-
At 31 December 2010	10,296

Following an intra-group reorganisation during the year, investments in TerraQuest Solutions Limited and Mears Care (Holdings) Limited were transferred to Mears Group PLC.

At 31 December 2011, the Company held 100% of the ordinary equity share capital of the following companies, all of which are subsidiary undertakings, and all of which are incorporated in the United Kingdom.

Subsidiary undertakings	Nature of Business
Supporta Services Limited	Support services
Next Generation IT Recruitment Limited	Dormant
Staff VMS Limited	Dormant
PS Payroll Services Limited	Dormant
Supporta Payroll Services Limited	Dormant

The Company was, at the end of the year, a wholly-owned subsidiary of another whose accounts are publicly available and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts. Consequentially, these accounts present information about the individual undertaking.

Notes to the financial statements

8. Stocks

	2011 £'000	2010 £'000
Work in progress	–	10

9. Debtors

	2011 £'000	2010 £'000
Trade debtors	–	87
Other debtors	–	30
Social security and other taxes	–	14
	–	131

10 Creditors, amounts falling due within one year

	2011 £'000	2010 £'000
Trade creditors	–	12
Accruals and deferred income	–	136
	–	148

11 Creditors, amounts falling due after more than one year

	2011 £'000	2010 £'000
Amounts owed to group undertakings	6,101	8,793

12 Related party transactions

As a wholly owned subsidiary of Mears Group PLC, the company is exempt from the requirements of FRS 8, Related Party Disclosures, to disclose transactions with other members of the group headed by Mears Group PLC

There were no other related party transactions

13 Contingent liabilities

Supporta Limited and the other companies in the group headed by Mears Group PLC have entered into a Composite Accounting Agreement with the Bank, whereby the Bank is authorised to allow set-off for interest purposes and in certain circumstances to set-off debit and credit balances within the Composite Accounting System

14 Share capital

	2011 £'000	2010 £'000
Authorised share capital		
100,000,000 ordinary shares of 5p each	5,000	5,000
Allotted, called up and fully paid share capital		
86,456,352 ordinary shares of 5p each	4,323	4,323

Notes to the financial statements

15 Reserves

	Share premium £'000	Profit and loss account £'000
Balance at 1 January 2011	35,739	(38,562)
Loss for the period	–	(7,601)
Balance at 31 December 2011	35,739	(46,163)

16 Reconciliation of movements in Shareholder's funds

	2011 £'000	2010 £'000
Opening Shareholder's funds	1,500	494
(Loss) / profit for the financial period	(7,601)	1,006
Closing Shareholder's funds	(6,101)	1,500

17 Controlling related party

At the year end, the ultimate parent undertaking and controlling related party is Mears Group PLC by virtue of its 100% ownership of the ordinary share capital of the company

The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by Mears Group PLC. The group accounts are available from The Company Secretary, Mears Group PLC, 1390 Montpellier Court, Gloucester Business Park, Brockworth, Gloucester GL3 4AH