

# Carlisle Staffing Services Holdings Limited

Annual Report

for the 52 weeks ended 30 December 2022



# **Carlisle Staffing Services Holdings Limited**

## **Contents**

Company Information	1
Strategic Report	2
Section 172 statement	2
Directors' Report	3
Statement of Directors' Responsibilities	4
Independent Auditor's Report	5 to 7
Profit and Loss Account	8
Statement of Comprehensive Income	9
Balance Sheet	10
Statement of Changes in Equity	11
Notes to the Financial Statements	12 to 19

# **Carlisle Staffing Services Holdings Limited**

## **Company Information**

<b>Directors</b>	T Briant J Robertson
<b>Registered office</b>	800 The Boulevard Capability Green Luton Bedfordshire LU1 3BA
<b>Auditors</b>	BDO LLP 55 Baker Street London W1U 7EU

# **Carlisle Staffing Services Holdings Limited**

## **Strategic Report for the 52 weeks ended 30 December 2022**

The directors present their strategic report for the 52 weeks ended 30 December 2022.

### **Fair review of the business**

There were no recognised pre-tax gains or losses for the current or prior financial periods. The Directors are satisfied with the performance of the Company during the period.

### **Principal risks and uncertainties**

The principal risks and uncertainties of the Group, which include those of the Company, are discussed in the Finance Report in the Group's annual report which does not form part of this report. Certain of the Group's business and financial risks are managed at a Group level, rather than at an individual company level. For this reason, the Company's Directors believe that a discussion of the Group's risks would not be appropriate for an understanding of the development, performance or position of the Company.

### **Environmental matters**

An Energy and Carbon report has not been included within the report as it is included within the group report of Impellam Group Plc.

### **Section 172 statement**

Section 172 of the Companies Act 2006 requires Directors to take into consideration the interests of stakeholders and other matters in their decision-making. We believe we have a history of collaborative, informative stakeholder engagement and decision-making based on long-term success, and we maintain governance structures and processes that support good decision-making.

This section articulates how the Directors have acted to promote the success of the Company for the benefit of its stakeholders. In meeting this responsibility, the Directors have had regard, amongst other matters, to:

- a) the likely consequences of any decisions in the long term;
- b) the interests of the Company's colleagues;
- c) the need to foster the Company's business relationships with suppliers, customers and others;
- d) the impact of the Company's operations on the community and environment;
- e) the Company's reputation for high standards of business conduct; and
- f) the need to act fairly as between members of the Company.

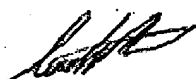
Other than the directors, the Company has no employees, however, as a subsidiary holding Company the Directors consider the impact of the Company's activities on its shareholder, its subsidiaries, the wider Impellam Group and other stakeholders. The Company's stakeholders are consulted routinely on a wide range of matters including funding decisions, investment strategy, governance of its subsidiaries and compliance with Group policies with the aim of maximising investment returns for the benefit of its shareholder and ensuring that its subsidiaries maintain high standards of business conduct and governance.

The Company engages with its shareholder and subsidiaries on an ad hoc basis on requests for additional capital distributions or funding. The Directors assess such requests in light of the Company's minimum capital requirements to maintain profitability in the long term.

The performance of the Company's investments are monitored periodically in light of the Impellam Group's corporate and social responsibility strategy.

The Directors continued to provide oversight governance of the subsidiaries of the Company to ensure that they comply with the Group's policies and maintain high standards of business conduct. The subsidiaries provide regular updates on their activities.

Approved by the Board on 22 June 2023 and signed on its behalf by:



.....  
T Briant  
Director

# Carlisle Staffing Services Holdings Limited

## Directors' Report for the 52 weeks ended 30 December 2022

The directors present their report and financial statements for the 52 weeks ended 30 December 2022.

### Directors of the company

The directors, who held office during the period, were as follows:

T Briant

J Robertson

R J Watson (resigned 3 March 2023)

### Principal activity

The principal activity of the Company is that of an investment holding company.

### Dividends

No dividend is paid or recommended in respect of either the current or prior period.

### Political donations

The Company made no political donations during either the current or prior periods.

### Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

This assessment has been carried out on the cash flows of the wider Impellam Group, which the company is a member of, as cash is managed by a centralised treasury function who ensure all parts of the Group have sufficient cash to meet their immediate needs. The company has also issued a guarantee over the Group revolving credit facility so the cash flows implicit in the company on a stand-alone basis are not the most appropriate when reviewing the going concern basis of the company. As part of the arrangement, the Group has issued a letter of support for a period of twelve months from the date of approval of these financial statements to the company which includes both making funds available if required and not to seek repayment of amounts due at the balance sheet date if this would be detrimental to the company.

To date the Company has not experienced any direct impact from the events in Ukraine or from the resulting economic uncertainties. The Directors continue to monitor the economic conditions for any signs of a possible downturn that may adversely impact trading. From the recent experience gained from managing adverse trading conditions, the Directors are confident that if there were an economic downturn the Company would be able to take appropriate mitigating actions to continue to trade for the foreseeable future.

### Directors' liabilities

During the period and to the date of these financial statements, the Company had in force an indemnity provision in favour of one or more Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006.

### Disclosure of information to the auditors

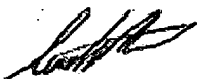
Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of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

### Reappointment of auditors

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

Approved by the Board on 22 June 2023 and signed on its behalf by:

.....  
T Briant  
Director



## **Carlisle Staffing Services Holdings Limited**

### **Statement of Directors' Responsibilities**

The directors acknowledge their responsibilities 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 Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 FRS 101 has 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.

## **Carlisle Staffing Services Holdings Limited**

### **Independent Auditor's Report to the Members of Carlisle Staffing Services Holdings Limited**

#### **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 December 2022 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.

We have audited the financial statements of Carlisle Staffing Services Holdings Limited (the 'Company') for the period ended 30 December 2022, which comprise the Profit and Loss Account, Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, 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 FRS 101 Reduced Disclosure Framework (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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

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.

#### **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements were authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

#### **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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

#### **Other Companies Act 2006 reporting**

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

- the information given in the Strategic Report and the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

## **Carlisle Staffing Services Holdings Limited**

### **Independent Auditor's Report to the Members of Carlisle Staffing Services Holdings Limited (continued)**

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 Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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.

#### **Responsibilities of Directors**

As explained more fully in the Statement of Directors' Responsibilities, 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.

#### *Extent to which the audit was capable of detecting irregularities, including fraud*

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We understood how the company is complying with those legal and regulatory frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes, legal correspondence or confirmations (where relevant) and specific audit testing.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by meeting with management to understand where it is considered there was a susceptibility of fraud. Our considerations included enquiries with management and group management.
- We also considered potential fraud drivers, including: financial or other pressures, opportunity, and personal or corporate motivations. We considered the programmes and controls that the Company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included testing key areas of estimation uncertainty or judgement, for example potential impairments in relation to intercompany and investment balances held.
- We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and the component auditors, and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.



## Carlisle Staffing Services Holdings Limited

### Independent Auditor's Report to the Members of Carlisle Staffing Services Holdings Limited (continued)

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

#### 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.

DocuSigned by:

*Stuart Godfrey*

.....71F2A9BA17A24BE.....

Stuart Godfrey (Senior Statutory Auditor)

For and on behalf of BDO LLP, Statutory Auditor

London, UK

23 June 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

# Carlisle Staffing Services Holdings Limited

## Profit and Loss Account for the 52 weeks ended 30 December 2022

		52 weeks 30 December 2022 £ 000	52 weeks 31 December 2021 £ 000
	Note		
Profit before tax		-	-
Tax on profit	5	19	19
Profit for the period		<u>19</u>	<u>19</u>

The above results were derived from continuing operations.

## **Carlisle Staffing Services Holdings Limited**

### **Statement of Comprehensive Income for the 52 weeks ended 30 December 2022**

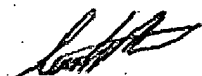
	<b>52 weeks 30 December 2022 £ 000</b>	<b>52 weeks 31 December 2021 £ 000</b>
Profit for the period	<u>19</u>	<u>19</u>
Total comprehensive income for the period	<u>19</u>	<u>19</u>

# Carlisle Staffing Services Holdings Limited

(Registration number: 04167777)  
Balance Sheet as at 30 December 2022

	Note	30 December 2022 £ 000	31 December 2021 £ 000
<b>Fixed assets</b>			
Investments	6	11,840	11,840
<b>Current assets</b>			
Debtors	7	38	160
<b>Creditors: Amounts falling due within one year</b>	8	(2,858)	(2,999)
<b>Net current liabilities</b>		(2,820)	(2,839)
<b>Net assets</b>		9,020	9,001
<b>Capital and reserves</b>			
Called up share capital	9	-	-
Profit and loss account		9,020	9,001
<b>Shareholders' funds</b>		9,020	9,001

These financial statements were approved by the Board on 22 June 2023 and signed on its behalf by:



.....  
T Briant  
Director

# Carlisle Staffing Services Holdings Limited

## Statement of Changes in Equity for the 52 weeks ended 30 December 2022

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 2 January 2021	-	8,982	8,982
Profit for the period	-	19	19
Total comprehensive loss	-	19	19
At 31 December 2021	-	9,001	9,001

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2022	-	9,001	9,001
Profit for the period	-	19	19
Total comprehensive profit	-	19	19
At 30 December 2022	-	9,020	9,020

# **Carlisle Staffing Services Holdings Limited**

## **Notes to the Financial Statements for the 52 weeks ended 30 December 2022**

### **1 General information**

The Company is a private company limited by share capital, incorporated and domiciled in United Kingdom.

The address of its registered office is:

800 The Boulevard

Capability Green

Luton

Bedfordshire

LU1 3BA

These financial statements were authorised for issue by the Board on 22 June 2023.

### **2 Accounting policies**

#### **Summary of significant accounting policies and key accounting estimates**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **Basis of preparation**

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of UK adopted international accounting standards.

#### **Summary of disclosure exemptions**

In these financial statements, the Company has taken advantage of the exemptions available under FRS 101 in respect of the following disclosures:

- IFRS 7 - 'Financial instruments: Disclosures'.
- Paragraphs 91 to 99 of IFRS 13 - 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- Paragraph 38 of IAS 1 - 'Presentation of financial statements' (comparative information requirements in respect of):
  - paragraph 79(a)(iv) of IAS 1  
(reconciliation of number of shares at the beginning and end of the period)
- The following paragraphs of IAS 1 - 'Presentation of financial statements' (removing the requirement to present):
  - 10(d) (statement of cash flows);
  - 16 (statement of compliance with all IFRS);
  - 38B-D (additional comparative information);
  - 111 (cash flow statement information);
  - 134-136 (capital management disclosures)
- IAS 7 - 'Statement of cash flows'.
- Paragraphs 30 and 31 of IAS 8 - 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).

## **Carlisle Staffing Services Holdings Limited**

### **Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)**

#### **2 Accounting policies (continued)**

- Paragraph 17 of IAS 24 - 'Related party disclosures' (key management compensation).
- The requirements in IAS 24, 'Related party disclosures' (to disclose related party transactions entered into between two or more members of a group).

#### **Going concern**

The directors have set out their business review for the Company in the Strategic Report on page 2.

The directors have, at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

This assessment has been carried out on the cash flows of the wider Impellam Group, which the company is a member of, as cash is managed by a centralised treasury function who ensure all parts of the Group have sufficient cash to meet their immediate needs. The company has also issued a guarantee over the Group revolving credit facility so the cash flows implicit in the company on a stand-alone basis are not the most appropriate when reviewing the going concern basis of the company. As part of the arrangement, the Group has issued a letter of support for a period of twelve months from the date of approval of these financial statements to the company which includes both making funds available if required and not to seek repayment of amounts due at the balance sheet date if this would be detrimental to the company.

To date the Company has not experienced any direct impact from the events in Ukraine or from the resulting economic uncertainties. The Directors continue to monitor the economic conditions for any signs of a possible downturn that may adversely impact trading. From the recent experience gained from managing adverse trading conditions, the Directors are confident that if there were an economic downturn the Company would be able to take appropriate mitigating actions to continue to trade for the foreseeable future.

#### **Exemption from preparing group accounts**

The financial statements contain information about Carlisle Staffing Services Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Impellam Group Plc, a company incorporated in United Kingdom.

#### **Changes in accounting policy**

None of the other standards, interpretations and amendments effective for the first time from 1 January 2022 have had a material effect on the financial statements.

#### **Tax**

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

## **Carlisle Staffing Services Holdings Limited**

### **Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)**

#### **2 Accounting policies (continued)**

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

#### **Investments**

Fixed asset investments are stated at cost less a provision for impairment. The carrying values of investments are reviewed for impairment at least on an annual basis. This requires an estimation of the recoverable amount of the cash-generating unit to which the assets are allocated. Estimating the value in use requires the Company to make an estimate of the future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

#### **Amounts owed by related parties**

Amounts owed by related parties are assessed for impairment based upon the current financial position and expected future performance of the party to which they relate. Amounts due from related parties are interest free on-demand loans. The Company assesses the expected recoverability period of receivables and, if they are not expected to be realised within the following twelve months, are assessed as non-current.

The Company applies the IFRS 9 general approach to measuring expected credit losses. This approach requires an assessment at the initiation of the loan as to the risk of default, and a further assessment when the credit risk profile of the loans change. IFRS 9 applies a 3 stage model that is applied when calculating the expected credit losses:

- Stage 1 is defined as having no Significant Increase In Credit Risk ('SICR') – a 12 month expected credit loss is recognised at this point.
- Stage 2 is defined as having a SICR – a lifetime expected credit loss is recognised at this point.
- Stage 3 is defined as being credit impaired – a lifetime expected credit loss is recognised at this point.

There is no impact to any interest due to the Group company loans being interest free.

The Company defines the following:

Definition of a default – A loan is considered to be in default when there is evidence that the borrower is in significant financial difficulty such that it will have insufficient assets to repay the loan on demand.

SICR assessment – The risk that the borrower will default on an on-demand loan depends on whether the party has sufficient cash or other assets to repay the loan immediately (meaning that the risk of default is very low and the loan is in Stage 1); or does not have sufficient cash or other assets to repay the loan immediately (meaning that the risk of default is higher, and the loan could be in Stage 2 or Stage 3).

Credit impaired indicators – A loan is considered to be credit impaired if it meets the definition of a defaulted loan.

The Company performs this assessment qualitatively by reference to the borrower's immediate cash flow and asset position.

#### **Financial instruments**

##### **Initial recognition**

Financial assets and financial liabilities comprise all assets and liabilities reflected in the balance sheet, although excluding investments.



## **Carlisle Staffing Services Holdings Limited**

### **Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Classification and measurement**

Financial instruments are classified at inception into one of the following categories, which then determine the subsequent measurement methodology:

Financial assets are classified into one of the following three categories:

- financial assets at amortised cost;
- financial assets at fair value through other comprehensive income (FVTOCI); or
- financial assets at fair value through the profit or loss (FVTPL).

Financial liabilities are classified into one of the following two categories:

- financial liabilities at amortised cost; or
- financial liabilities at fair value through the profit or loss (FVTPL).

The company's accounting policy for each category is as follows:

##### **Financial assets at amortised cost**

Impairment provisions for receivables from related parties and loans to related parties are recognised based on a forward-looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those for which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised. From time to time, the Company elects to renegotiate the terms of trade debtors due from customers with which it has previously had a good trading history. Such renegotiations will lead to changes in the timing of payments rather than changes to the amounts owed and, in consequence, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in the statement of comprehensive income (operating profit).

##### **Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI only if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company does not have any such assets nor does it voluntarily classify any financial assets as being at fair value through profit or loss.

##### **Financial assets at fair value through the profit or loss (FVTPL)**

The Company does not have any assets held for trading nor does it voluntarily classify any financial assets as being at fair value through profit or loss.

##### **Financial liabilities at amortised cost**

The Company classifies its financial liabilities into one of two categories, depending on the purpose for which the liability was acquired. The Company does not have any liabilities held for trading nor does it voluntarily classify any financial liabilities as being at fair value through profit or loss. The Company's accounting policy for each category is as follows:

- Trade creditors and other short-term monetary liabilities, which are initially recognised at fair value and are subsequently carried at amortised cost using the effective interest method.

##### **Financial liabilities at fair value through the profit or loss**

The Company does not have any liabilities held for trading nor does it voluntarily classify any financial liabilities as being at fair value through profit or loss.

## Carlisle Staffing Services Holdings Limited

### Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)

#### 2 Accounting policies (continued)

##### Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

##### Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

#### 3 Directors' remuneration

The directors are remunerated by the ultimate parent company, Impellam Group Plc, for their services to the Group as a whole. The directors do not believe it is practical to apportion their remuneration between their services to this company and their services as directors of the parent company and fellow subsidiaries.

Other than the Directors, the company had no employees throughout the current or prior periods.

#### 4 Auditors' remuneration

	52 weeks 30 December 2022 £ 000	52 weeks 31 December 2021 £ 000
Audit of the financial statements	<u>1</u>	<u>1</u>

Auditor's remuneration has been borne by a Group company for the current and prior periods.

#### 5 Income tax

Tax credited in the profit and loss account

	52 weeks 30 December 2022 £ 000	52 weeks 31 December 2021 £ 000
Current taxation		
UK corporation tax	<u>(19)</u>	<u>(19)</u>

The tax on result before tax for the period is lower than the standard rate of corporation tax in the UK (31 December 2021 - lower than the standard rate of corporation tax in the UK) of 19% (31 December 2021 - 19%).

The differences are reconciled below:

# Carlisle Staffing Services Holdings Limited

## Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)

### 5 Income tax (continued)

	52 weeks 30 December 2022 £ 000	52 weeks 31 December 2021 £ 000
Profit/(loss) before tax	-	-
Corporation tax at standard rate	-	-
Decrease from transfer pricing adjustments	(19)	(19)
Total tax credit	(19)	(19)

UK legislation requires, in broad terms, that most transactions between connected parties be at an arm's length price for tax purposes (commonly known as 'transfer pricing'). As a result, this Company must make an adjustment for deemed net interest on intercompany balances that has not been recognised in the financial statements.

### 6 Investments

<b>Subsidiaries</b>	<b>£ 000</b>
<b>Cost or valuation</b>	
At 1 January 2022	14,840
At 30 December 2022	14,840
<b>Provision</b>	
At 1 January 2022	3,000
At 30 December 2022	3,000
<b>Carrying amount</b>	
At 30 December 2022	11,840
At 31 December 2021	11,840

Details of the subsidiaries as at 30 December 2022 are as follows:

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				30 December 2022	31 December 2021
Carlisle Staffing Plc	Employment services	800 The Boulevard, Capability Green Luton LU1 3BA United Kingdom	Ordinary	100%	100%
Carlisle Staffing Services Limited*	Holding company	800 The Boulevard, Capability Green Luton LU1 3BA United Kingdom	Ordinary	100%	100%
Carlisle Staffing Services Ireland Limited	Holding company	Block 9, Blackrock Business Park Blackrock Co. Dublin, A94 E4X2 Republic of Ireland	Ordinary	100%	100%

# Carlisle Staffing Services Holdings Limited

## Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)

### 6 Investments (continued)

Name of subsidiary	Principal activity	Registered office	Holding	Proportion of ownership interest and voting rights held	
				30 December 2022	31 December 2021
Career Teachers Limited	Employment services	800 The Boulevard, Capability Green Luton LU1 3BA United Kingdom	Ordinary	100%	100%
Irish Recruitment Consultants Limited	Employment services	Block 9, Blackrock Business Park Blackrock Co. Dublin, A94 E4X2 Republic of Ireland	Ordinary	100%	100%
Sabertooth Services Limited*	Holding company	PO Box 71, Road Town Tortola VG1110 British Virgin Isles	Ordinary	100%	100%
Tate Recruitment Limited	Employment services	United Kingdom	Ordinary	100%	0%

\* indicates direct investment of the company.

### 7 Trade and other receivables

	30 December 2022 £ 000	31 December 2021 £ 000
Receivables from related parties	<u>38</u>	<u>160</u>

Receivables from related parties are interest free, unsecured and repayable on demand.

### 8 Trade and other payables

	30 December 2022 £ 000	31 December 2021 £ 000
Amounts due to related parties	<u>2,858</u>	<u>2,999</u>

Payables to related parties are interest free, unsecured and repayable on demand.

### 9 Share capital

#### Allotted, called up and fully paid shares

	30 December 2022		31 December 2021	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

## **Carlisle Staffing Services Holdings Limited**

### **Notes to the Financial Statements for the 52 weeks ended 30 December 2022 (continued)**

#### **10 Reserves**

##### *Share Capital*

Nominal value of share capital subscribed for.

##### *Profit and loss account*

All other net gains and losses and transactions with owners not recognised elsewhere.

#### **11 Contingent liabilities**

The company has given cross guarantees as part of the Group's revolving credit facility of which the company is a member; the aggregate amount outstanding against this facility at 30 December 2022 was £77,841,000 (31 December 2021: £101,965,000).

#### **12 Related party transactions**

The company has taken advantage of the exemptions in FRS 101 Section 8 from disclosing transactions with other wholly owned members of the Group and key management compensation. There are no other related party transactions which are required to be disclosed.

#### **13 Parent and ultimate parent undertaking**

The company's immediate parent is BMS Limited, a company incorporated in England and Wales.

The ultimate parent is Impellam Group Plc, a company incorporated in England and Wales.

The Group has identified Lord Ashcroft as the ultimate controlling party as he has influence over more than 50%, but less than 75%, of both the shares and voting rights of Impellam Group Plc and together with being Chairman of Impellam Group Plc has significant influence over the Group.

#### **14 Parent of group in whose consolidated financial statements the company is consolidated**

The name of the parent of the group in whose consolidated financial statements the company's financial statements are consolidated is Impellam Group Plc, which is also the smallest and largest undertaking for which Group accounts including the Company are prepared.

These financial statements are available upon request from The Registrar of Companies, Companies Registration Office, Crown Way, Maindy, Cardiff, CF14 3UZ.

#### **15 Post balance sheet events**

On 30 January 2023 the Impellam Group announced the sale of the business and assets of its Regional Specialist Staffing businesses in the UK (Tate, Blue Arrow Group, Chadwick Nott, Career Teachers) and its Healthcare Staffing business in the UK, Ireland and APAC (Medacs Global Group) to Twenty20 Capital. This included Career Teachers Limited and Tate Recruitment Limited, indirect subsidiaries of the Company. The deal had been deemed to be highly probable on 16 December 2022 and at that time was treated as a discontinued operation and as an asset and liability held for sale. The transaction was completed on 3 March 2023.