Safety Management and Monitoring Services Limited Registered number: 04903672

Annual report and financial statements for the year ended 31 December 2014

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Annual report and financial statements for the year then ended 31 December 2014

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Annual report and financial statements for the year then ended 31 December 2014

Directors and advisers

Directors

R Edwards B Shorrock M Smith A Stringer

Company Secretary

A Stringer Mitre Secretaries Limited

Registered office

Cannon Place 78 Cannon Street London EC4N 6AF

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
The Atrium
1 Harefield Road
Uxbridge
Middlesex
UB8 1EX

Bankers

HSBC Bank plc 76 – 78 Kings Road London SW3 4TZ

Directors' report for the year ended 31 December 2014

The directors submit their annual report and the audited financial statements of Safety Management and Monitoring Services Limited ("the company") for the year ended 31 December 2014.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

The comparatives for 2013 were unaudited as an audit was not required due to the size of the company.

Principal activities

The company is principally engaged in technology enabled risk management and services specifically focussing on the property sectors.

Business review and future developments

Trading was satisfactory in 2014 with continued growth in revenue and profitability and it is expected that this will continue for the foreseeable future.

On 23 December 2014, Safety Management and Monitoring Services Limited was acquired by Alcumus PSM Limited and became part of the Alcumus Group.

Results and dividends

The company's profit on ordinary activities before taxation was £1,321,533 for the year ended 31 December 2014 (2013: £1,119,183). The company's profit for the financial year was £1,040,567 (2013: £889,897), which will be transferred to reserves.

Dividends of £152,222 were proposed and paid in the year (2013: £386,622). The directors do not propose to pay any further dividends for the current year.

Principal risks and uncertainties

The execution of the company's strategy is subject to a number of risks and uncertainties. Principal among these is the risk of reduced demand for compliance services as a result of adverse changes in the regulatory or commercial environment. In mitigation of this risk the company keeps under continuous review the relevance of its products and services to the prevailing regulatory and commercial environment.

Key performance indicators

The directors monitor the turnover and gross profit margin of the company, as well as operating expenses and operating profit, as detailed above.

Other performance indicators include, inter alia, the number of sales appointments being attended; conversion rate of those sales appointments; average lead time of new orders; value of work in progress; consultant utilisation; volume and value of sales invoices older than 90 days.

Charitable donations

During the year the company made charitable donations totaling £nil (2013: £nil).

Financial risk management

The company's operations expose it to a variety of financial risks that include the effects of changes in market prices, credit risk, liquidity risk and interest rate risk.

Price risk

As a consultancy practice the company's cost base is dominated by staff costs and the costs of associates. Accordingly it is not significantly exposed to commodity price risk as a result of its operations.

Credit risk

The amount of exposure to any individual counterparty is subject to a limit, which is kept under continual review in the light of payment history and trading volumes.

Directors' report for the year ended 31 December 2014

The company's principal outstanding is an amount owed by its ultimate parent undertaking Alcumus Holdings Limited.

Liquidity risk

The company has strong cash generation and manages its liquidity to ensure the company has sufficient available funds for operations and planned expansions.

Interest rate cash flow risk

The company has interest bearing assets. Interest bearing assets include only cash balances, all of which earn interest at variable rates.

Directors

The following directors held office during the year and up to the date of signing these financial statements:

R Edwards

P Morris (resigned 23 December 2014)

S Morris (resigned 23 December 2014)

B Shorrock

M Smith (appointed 23 December 2014)

A Stringer (appointed 23 December 2014)

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are 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;
- 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.

Statement of disclosure of information to auditors

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

- (1) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- (2) the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are 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 for the year ended 31 December 2014

Directors' qualifying third party and pension indemnity provisions

Professional indemnity cover for the purpose of the Companies Act 2006 has been taken out with a reputable insurance broker. This was in force during the financial year and up to the date of signing the financial statements.

Independent auditors

PricewaterhouseCoopers LLP were appointed as auditors during the year.

PricewaterhouseCoopers LLP have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

On behalf of the board

A Stringer **Director**

ງ ຊ September2015

Independent auditors' report to the members of Safety Management and Monitoring Services Limited

Report on the financial statements

Our opinion

In our opinion, Safety Management and Monitoring Services Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

Safety Management and Monitoring Services Limited's financial statements comprise:

- the balance sheet as at 31 December 2014;
- · the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Independent auditors' report to the members of Safety Management and Monitoring Services Limited

Responsibilities for the financial statements and the audit

Our responsibilities and those of the 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.

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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Terri Coughlan (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

Uxbridge

30 September 2015

Profit and loss account for the year ended 31 December 2014

			Unaudited
		2014	2013
	Note	£	£
Turnover	2	5,091,900	4,509,877
Cost of sales		(2,839,739)	(2,426,863)
Gross profit		2,252,161	2,083,014
Administrative expenses		(945,760)	(972,863)
Other operating income		2,000	
Operating profit	3	1,308,401	1,110,151
Interest receivable and similar income	4	13,132	9,032
Profit on ordinary activities before taxation		1,321,533	1,119,183
Tax on profit on ordinary activities	7	(280,966)	(229,286)
Profit for the financial year	15	1,040,567	889,897

The results are wholly attributable to the continuing operations of the company.

There were no gains or losses other than the profit for the financial year, therefore no statement of total recognised gains and losses has been presented.

There is no material difference between profit on ordinary activities before taxation and the retained profit for the years stated above and their historical cost equivalents.

Balance sheet as at 31st December 2014

			Unaudited
		2014	2013
	Note	£	£
Fixed assets			
Intangible assets	9	-	-
Tangible assets	10	432,396	493,347
		432,396	493,347
Current assets			
Debtors	11	2,873,374	1,001,423
Cash at bank and in hand		662,057	1,373,324
		3,535,431	2,374,747
Creditors: amounts falling due			
within one year	12	(816,267)	(588,602)
		3-2	
Net current assets		2,719,164	1,786,145
Total assets less current liabilities		3,151,560	2,279,492
Provisions for liabilities	13	(665)	(16,942)
Net assets	1	3,150,895	2,262,550
Capital and reserves			
Called up share capital	14	200	200
Profit and loss account	15	3,150,695	2,262,350
Total shareholders' funds	16	3,150,895	2,262,550

The financial statements on pages 9 to 20 were approved by the board on September 2015 and signed on its behalf by:

A Stringer Director

Safety Management and Monitoring Services Limited

Registered no: 04903672

Notes to the financial statements for the year ended 31 December 2014

1 Accounting policies

Basis of preparation

These financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

The comparatives are unaudited as in the prior year an audit was not required due to the size of the company.

Turnove

Turnover represents amounts invoiced in the year, exclusive of value added tax, adjusted for any amounts included in accrued income. Turnover is recognised once the service has been delivered to the customer in the form of a written report. Any amounts relating to visits undertaken but for which the report has yet to be issued, are included in accrued income.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at historical cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is provided at rates calculated to write off the cost less estimated residual value of fixed assets over their estimated useful lives as follows:

Motor vehicles - 25% reducing balance per annum
Computer equipment - 33% straight line per annum
Furniture, fittings and equipment - 15% reducing balance per annum
Leasehold improvements - 2% straight line per annum

Deferred taxation

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 the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is recognised as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis.

Pension costs

The company contributes to the personal pension plans of its employees. The assets of the pension plans are held separately to that of the company and the pension charge for the year represents contributions payable to the scheme in the year.

Foreign currency

Trading activities denominated in foreign currencies are recorded in sterling at actual exchange rates as of the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the year-end are reported at rates of exchange prevailing at the year-end. Any resulting exchange gain or loss is dealt with in the profit and loss account.

Notes to the financial statements for the year ended 31 December 2014

1 Accounting policies

Research and development expenditure

Research and development expenditure is written off in the profit and loss account in the period in which it is incurred.

Cash flow statement and related party transactions

The company is included in the consolidated financial statements of Alcumus Holdings Limited, which are publically available. Consequently, as the company is a 100% owned subsidiary, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (revised 1996). The company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions with entities that are part of the Alcumus Holdings Limited group.

Notes to the financial statements for the year ended 31 December 2014

2 Turnover

All turnover arises from the company's principal activity which is a single class of business. An analysis of turnover by geographical area is as follows:

turnover by geographical area is as follows:		-	
		Unaudited	
	2014	2013	
	£	£	
United Kingdom	5,076,385	4,509,877	
Ireland	15,515		
	5,091,900	4,509,877	
3 Operating profit		·	
Operating profit is stated after charging/(crediting):			
		Unaudited	
	2014	2013	
	£	£	
Amortisation - intangible assets	-	6,000	
Depreciation of tangible fixed assets			
- owned assets	149,362	164,781	
(Profit)/Loss on disposal of fixed assets	(6,326)	(1,084)	
Staff costs (note 5)	2,576,132	2,318,463	
Foreign exchange charge	270	613	
Services provided by the company's auditors			
Fees payable for the audit services	10,000	-	
4 Interest receivable and similar income			
4 Interest receivable and similar income		l la sandika al	
	2014	Unaudited 2013	
	2014 £	2013 £	
	£	Z.	
Bank deposit interest	4,384	3,691	
Other interest	8,748	5,341	

9,032

13,132

Notes to the financial statements for the year ended 31 December 2014

5 Staff costs

Staff costs (including directors' remuneration) were as follows:

		Unaudited
	2014	2013
•	£	£
Wages and salaries	2,252,308	2,038,987
Social security costs	260,932	219,599
Other pension costs	62,892	59,877
<u> </u>	2,576,132	2,318,463

The monthly average number of people (including directors) employed by the company during the year was:

	2014 Number	Unaudited 2013 Number
By activity:		
Consultants	51	50
Management and administration	27	26
	. 78	76

6 Directors' remuneration

	2014	Unaudited 2013
	£	£
Aggregate emoluments Contributions to money purchase pension plans	114,097 5,022	112,961 4,541

During the year retirement benefits were accruing to 2 (2013:2) directors in respect of money purchase pension schemes.

Of the aggregate emoluments, £54,542 (2013: £54,400) was attributable to the highest paid director. The company made contributions of £2,729 (2013: £2,500) to the highest paid director's money purchase pension plan.

Notes to the financial statements for the year ended 31 December 2014

7 Tax on profit on ordinary activities

	2014	Unaudited 2013
	£	£
Current tax		
United Kingdom corporation tax	297,243	239,101
Adjustments in respect of previous years	=.	_
Total current tax	297,243	239,101
Deferred tax		
Origination and reversal of timing differences	(12,198)	(9,815)
Adjustments in respect of previous years	(4,079)	-
Effect of change in tax rate or laws	-	-
Change in recoverable amount of deferred tax asset	-	_
Total deferred tax (see note 12)	(16,277)	(9,815)
Tax on profit on ordinary activities	280,966	229,286
- · · · · · · · · · · · · · · · · · · ·		
Factors affecting current tax charge for the year:		
The tax charge is higher (2013: lower) than the standard rate of	***	Unaudited
corporation tax in the UK of 21.5% (2013: 23.25%). The differences are	2014	2013
explained below:-	£	£
Profit on ordinary activities before taxation	1,321,533	1,119,183
Profit on ordinary activities multiplied by the standard rate in the UK of		
21.5% (2013: 23.25%)	284,130	260,210
Effects of:		
Expenses not deductible for tax purposes		
Depreciation in excess of capital allowances	13,113	8,188
Adjustments in respect of previous years	13,113	0,100
R&D relief claimed	•	(29,297)
•	-	(29,297)
Other timing differences	-	_
Current tax charge for the year	297,243	239,101
Outlett tax charge for the year	231,243	235, 101

Factors that may affect future tax charges:

Changes to the UK corporation tax rates were announced in the Chancellor's Budget on 8 July 2015. These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 18% from 1 April 2020. As the changes had not been substantively enacted at the balance sheet date their effects are not included in these financial statements.

Notes to the financial statements for the year ended 31 December 2014

8 Dividends

8 Dividends		
		Unaudited
	2014	2013
	£	£
Amount paid per share	761.11	1,111.11
Total dividends paid	152,222	386,622
9 Intangible fixed assets		
3	Goodwill	Total
	£	£
Cost	~	~
At 1 January 2014 (unaudited)	60,000	60,000
Additions	<u> </u>	
As at 31 December 2014	60,000	60,000
Accumulated Amortisation		
At 1 January 2014 (unaudited)	60,000	60,000
Charge for the year		
As at 31 December 2014	60,000	60,000
Net Book Value		
As at 31 December 2014	-	
As at 31 December 2013 (unaudited)		

Notes to the financial statements for the year ended 31 December 2014

10 Tangible fixed assets

	Furniture				
	Fittings &	Motor	Leasehold	Computer	Total
	Equipment	Vehicles	Improvements	Equipment	
	£	£	£	£	£
Cost					
At 1st January 2014 (unaudited)	68,792	818,835	22,243	77,099	986,969
Additions	14,982	113,413	-	18,367	146,762
Disposals	-	(193,505)		<u></u>	(193,505)
At 31 December 2014	83,774	738,743	22,243	95,466	940,226
	,				·
Accumulated Depreciation					
At 1st January 2014 (unaudited)	43,431	397,563	1,847	50,781	493,622
Charge for the year	6,051	119,083	445	23,783	149,362
Disposals	-	(135,154)	-		(135,154)
At 31 December 2014	49,482	381,492	2,292	74,564	507,830
Net Book Value					
As at 31 December 2014	34,292	<u>35</u> 7,251	19,951	20,902	432,396
As at 31 December 2013					
(unaudited)	25,361	<u>42</u> 1,272	20,396	26,318	493,347

11 Debtors

		Unaudited
	2014	2013
	£	£
Trade debtors	681,699	706,014
Amounts owed by group undertakings	2,000,000	-
Prepayments and accrued income	173,141	155,046
Other debtors	18,534	140,363
	2,873,374	1,001,423

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

Notes to the financial statements for the year ended 31 December 2014

12 Creditors: amounts falling due within one year

		Unaudited
·	2014	2013
	£	£
Trade creditors	126,301	75,832
Corporation tax	297,243	239,101
Other taxation and social security	249,046	247,419
Directors' loan account	30,677	15,514
Other creditors	11,370	4,666
Accruals and deferred income	101,630	6,070
	816,267	588,602

13 Provisions for liabilities

	Deferred tax £
At 1 January 2014 (unaudited)	16,942
Current year movement	(16,277)
At 31 December 2014	665

The deferred tax liability / (asset) is made up as follows:		
		Unaudited
	2014	2013
	£	£
Accelerated capital allowances	665	16,942

665 16,942

14 Called up share capital

	2014 £	Unaudited 2013 £
Authorised 200 (2013: 200) ordinary shares of £1 each	200	200
Allotted, called up and fully paid 200 (2013: 200) ordinary shares of £1 each	200	200

Notes to the financial statements for the year ended 31 December 2014

15 Reserves

	Profit and loss account
	£
At 1 January 2014 (unaudited)	2,262,350
Profit for the financial year	1,040,567
Dividends proposed and paid	(152,222)
At 31 December 2014	3,150,695

16 Reconciliation of movements in shareholders' funds

		Unaudited 2013 £
	2014	
	£	
Profit for the financial year	1,040,567	889,897
Dividends	(152,222)	(386,622)
Net addition to shareholders' funds	888,345	503,275
Opening shareholders' funds	2,262,550	1,759,275
Closing shareholders' funds	3,150,895	2,262,550

17 Pensions

The company contributes to the money purchase personal pension plans of its employees. The pension charge represents contributions payable by the company to these plans and amounted to £62,892 (2013: £59,877). Contributions outstanding at year-end were £5,471 (2013: £5,310). No amounts were prepaid.

18 Related party transactions

During the year, rental payments of £76,333 (2013: 75,000) were made to IPM SIPP Administration Limited. IPM SIPP Administration Limited manages the pension fund of P Morris and S Morris who were directors of the company during the year.

Salary payments of £27,966 (2013: £65,250) were paid to close family members of P Morris and S Morris who were directors of the company during the year.

At 31 December 2014, directors of the company had balances outstanding of £7,158. Dividends paid to directors during the year amounted to £152,222 (2013: £386,622).

Notes to the financial statements for the year ended 31 December 2014

19 Parent undertaking and controlling party

The immediate parent undertaking is Alcumus PSM Limited, a company incorporated in the United Kingdom. Alcumus Holdings Limited is the ultimate parent undertaking and the parent undertaking of the smallest and largest group to consolidate these financial statements. The consolidated financial statements of Alcumus Holdings Limited can be obtained from Cannon Place, 78 Cannon Street, London, EC4N 6AF.

The directors do not consider there to be any ultimate controlling party. Funds managed by Sovereign Capital Partners LLP have an economic interest of 89.0% (2013: 89.0%) in the equity share capital of Alcumus Holdings Limited as at 31st December 2014.