

**Mainstay Facilities Management
Limited**

Report and Financial Statements

Year Ended

31 March 2012

Company Number 3340310



Mainstay Facilities Management Limited

**Report and financial statements
for the year ended 31 March 2012**

Contents

Page:

1	Report of the directors
3	Independent auditor's report
5	Profit and loss account
6	Balance sheet
7	Notes forming part of the financial statements

Directors

G W Donaldson
G M Miles
A J Tilly
P Stevenson
P L Crook
R W Spray

Secretary and registered office

Mainstay (Secretaries) Limited, Whittington Hall, Whittington Road, Worcester, WR5 2ZX

Company number

3340310

Auditors

BDO LLP, 125 Colmore Row, Birmingham, B3 3SD

Mainstay Facilities Management Limited

Report of the directors for the year ended 31 March 2012

The directors present their report together with the audited financial statements for the year ended 31 March 2012

Results

The profit and loss account is set out on page 5 and shows the profit for the year

Principal activities

The company's principal activity is the provision of residential property and facilities management services. Future developments are likely to be in the same field.

Directors

The directors of the company during the year were

G W Donaldson
G M Miles
A J Tilly
S C Petri (resigned 31 March 2012)
P Stevenson
P L Crook
R W Spray

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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are 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,
- 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.

Mainstay Facilities Management Limited

Report of the directors for the year ended 31 March 2012 (*continued*)

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

In preparing this directors' report advantage has been taken of the small companies' exemption.

By order of the board



Mainstay (Secretaries) Limited
Secretary

16/11/12

Mainstay Facilities Management Limited

Independent auditor's report

To the members of Mainstay Facilities Management Limited

We have audited the financial statements of Mainstay Facilities Management Limited for the year ended 31 March 2012 which comprise the profit and loss account, the 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 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.

Respective responsibilities of directors and auditors

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). 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 March 2012 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.

Opinion on other matters 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.

Mainstay Facilities Management Limited

Independent auditor's report (*continued*)

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, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime

BDO LLP

*Mark Anslow (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Birmingham
United Kingdom*

16/11/12

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

Mainstay Facilities Management Limited

Profit and loss account for the year ended 31 March 2012

	Note	2012 £	2011 £
Turnover	2	5,081,978	4,626,493
Administrative expenses		4,619,588	4,463,932
Operating profit	3	462,390	162,561
Interest payable and similar charges	5	(1,324)	(2,680)
Profit on ordinary activities before taxation		461,066	159,881
Taxation on profit on ordinary activities	6	106,067	46,985
Profit on ordinary activities after taxation		354,999	112,896

All amounts relate to continuing activities

All recognised gains and losses in the current and prior year are included in the profit and loss account

The notes on pages 7 to 13 form part of these financial statements

Mainstay Facilities Management Limited

Balance sheet at 31 March 2012

<i>Company number 3340310</i>	Note	2012 £	2012 £	2011 £	2011 £
Fixed assets					
Tangible assets	8		2,977		4,194
Current assets					
Debtors	9	488,056		414,464	
Cash at bank and in hand		351,784		182,855	
		<u>839,840</u>		<u>597,319</u>	
Creditors: amounts falling due within one year	10	<u>753,376</u>		<u>528,341</u>	
Net current assets			<u>86,464</u>		<u>68,978</u>
Total assets less current liabilities			<u>89,441</u>		<u>73,172</u>
Capital and reserves					
Called up share capital	11		100		100
Profit and loss account	12		89,341		73,072
Shareholders' funds	13		<u>89,441</u>		<u>73,172</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

The financial statements were approved by the board of directors and authorised for issue on 16/11/12

P C Stevenson

P Stevenson
Director

The notes on pages 7 to 13 form part of these financial statements

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012

1 Accounting policies

The financial statements have been prepared under the historical cost convention

The following principal accounting policies have been applied

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights in the company are controlled within the group headed by Mainstay Group Limited and the company is included in consolidated financial statements

Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax

Depreciation

Depreciation is provided to write off the cost of all tangible fixed assets evenly over their expected useful lives. It is calculated at the following rates

Fixtures and fittings - 20%-33% per annum

Leased assets

Operating leases annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease

Pension costs

Contributions to individual employees' personal pension plans are charged to the profit and loss account in the period in which they become payable

Related party disclosures

The company is a wholly owned subsidiary of Mainstay Group Limited and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with Mainstay Group Limited or other wholly owned subsidiaries within the group

Taxation

Payment is made for corporation tax group relief between group undertakings where appropriate

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012 (*continued*)

2 Turnover

Turnover arises solely within the United Kingdom

3 Operating profit

	2012 £	2011 £
This is arrived at after charging		
Depreciation of tangible fixed assets	1,217	1,204
Hire of other assets - operating leases	71,293	60,133
Audit services	3,600	3,600
	<u> </u>	<u> </u>

4 Directors' remuneration

No director received any emoluments during the current year (2011 - £Nil)

Management fees totalling £389,095 (2011 - £259,548) for directors services were charged from other group companies £72,705 (2011 - £161,361) related to directors who are also directors of the parent company

5 Interest payable and similar charges

	2012 £	2011 £
Bank overdrafts	1,324	2,680
	<u> </u>	<u> </u>

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012 (*continued*)

6 Taxation on profit on ordinary activities

	2012 £	2011 £
<i>UK Corporation tax</i>		
Current tax on profits of the year	106,067	46,985

The tax assessed for the year is lower than/higher than the standard rate of corporation tax in the UK applied to profit before tax. The differences are explained below

	2012 £	2011 £
Profit on ordinary activities before tax	461,066	159,881
Profit on ordinary activities at the standard rate of corporation tax in the UK of 26% (2011 - 28%)	119,877	44,767
Effect of Other	(13,810)	2,218
Current tax charge for the year	106,067	46,985

7 Dividends

	2012 £	2011 £
Ordinary shares		
Interim paid of £338.73 (2011 - £105.00) per share	338,730	105,000

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012 (*continued*)

8 Tangible fixed assets

	Fixtures and fittings £
<i>Cost or valuation</i>	
At 1 April 2011	7,651
Disposals	(586)
At 31 March 2012	7,065
<i>Depreciation</i>	
At 1 April 2011	3,457
Provided for the year	1,217
Disposals	(586)
At 31 March 2012	4,088
<i>Net book value</i>	
At 31 March 2012	2,977
At 31 March 2011	4,194

9 Debtors

	2012 £	2011 £
Trade debtors	390,416	327,250
Other debtors	9,356	4,554
Prepayments and accrued income	88,284	82,660
	488,056	414,464

All amounts shown under debtors fall due for payment within one year

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012 (*continued*)

10 Creditors: amounts falling due within one year

	2012 £	2011 £
Trade creditors	17,983	71,811
Amounts owed to group undertakings	312,023	86,709
Taxation and social security	163,665	67,984
Other creditors	259,705	301,837
	<u>753,376</u>	<u>528,341</u>

11 Share capital

	2012 £	2011 £
<i>Allotted, called up and fully paid</i>		
1,000 ordinary shares of 10 pence each	<u>100</u>	<u>100</u>

12 Reserves

	Profit and loss account £
At 1 April 2011	73,072
Profit for the year	354,999
Dividends	<u>(338,730)</u>
At 31 March 2012	<u>89,341</u>

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012 (*continued*)

13 Reconciliation of movements in shareholders' funds

	2012 £	2011 £
Profit for the year	354,999	112,896
Dividends	(338,730)	(105,000)
Net additions to shareholders' funds	16,269	7,896
Opening shareholders' funds	73,172	65,276
Closing shareholders' funds	89,441	73,172

14 Commitments under operating leases

The company had annual commitments under non-cancellable operating leases as set out below

	Other 2012 £	Other 2011 £
Operating leases which expire		
Within one year	6,216	1,841
In two to five years	65,967	74,195
	72,183	76,036

Mainstay Facilities Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2012 (*continued*)

15 Related party disclosures

The company is a wholly owned subsidiary of Mainstay Group Limited and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with Mainstay Group Limited or other wholly owned subsidiaries within the group

Related party transactions and balances

	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties
2012			
MRML Limited	75,612	-	312,023
2011			
MRML Limited	673,314	-	86,709

All of the directors of MRML Limited are also directors of Mainstay Group Limited (and its wholly owned subsidiaries Mainstay Residential Limited, Mainstay Facilities Management Limited and Mainstay Management Limited) and are members of Maybeck LLP

16 Ultimate parent company and parent undertaking of larger group

The company is a subsidiary of Mainstay Group Limited which is the ultimate parent company incorporated in England and Wales

The largest and smallest group in which the results of the company are consolidated is that headed by Mainstay Group Limited, incorporated in England and Wales. The consolidated accounts of this company are available to the public and may be obtained from Whittington Hall, Whittington Road, Worcester, WR5 2ZX. No other group accounts include the results of the company.