

**Mainstay Facilities Management  
Limited**

Report and Financial Statements

Year Ended

31 March 2013

Company Number 03340310

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# **Mainstay Facilities Management Limited**

**Report and financial statements  
for the year ended 31 March 2013**

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## **Directors**

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

## **Secretary and registered office**

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

## **Company number**

03340310

## **Auditors**

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

# **Mainstay Facilities Management Limited**

## **Report of the directors for the year ended 31 March 2013**

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The directors present their report together with the audited financial statements for the year ended 31 March 2013

### **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  
P Stevenson  
P L Crook  
R W Spray (resigned 8 September 2013)  
G Crook (appointed 18 November 2013)

### **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 2013 (*continued*)

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### 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

16/12/13

# **Mainstay Facilities Management Limited**

## **Independent auditor's report**

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### **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 2013 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 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 Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **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 2013 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*)

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### 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

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

18/12/13

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 2013

|                                                      | Note | 2013<br>£        | 2012<br>£ |
|------------------------------------------------------|------|------------------|-----------|
| <b>Turnover</b>                                      | 2    | <b>5,816,600</b> | 5,081,978 |
| Administrative expenses                              |      | <b>5,031,344</b> | 4,619,588 |
| <b>Operating profit</b>                              | 3    | <b>785,256</b>   | 462,390   |
| Interest payable and similar charges                 | 6    | -                | (1,324)   |
| <b>Profit on ordinary activities before taxation</b> |      | <b>785,256</b>   | 461,066   |
| Taxation on profit on ordinary activities            | 7    | <b>219,872</b>   | 106,067   |
| <b>Profit on ordinary activities after taxation</b>  |      | <b>565,384</b>   | 354,999   |

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 2013

| <b>Company number 03340310</b>                        | <b>Note</b> | <b>2013<br/>£</b> | <b>2013<br/>£</b> | <b>2012<br/>£</b> | <b>2012<br/>£</b> |
|-------------------------------------------------------|-------------|-------------------|-------------------|-------------------|-------------------|
| <b>Fixed assets</b>                                   |             |                   |                   |                   |                   |
| Tangible assets                                       | 9           |                   | 11,345            |                   | 2,977             |
| <b>Current assets</b>                                 |             |                   |                   |                   |                   |
| Debtors                                               | 10          | 523,793           |                   | 488,056           |                   |
| Cash at bank and in hand                              |             | 677,488           |                   | 351,784           |                   |
|                                                       |             | <u>1,201,281</u>  |                   | <u>839,840</u>    |                   |
| <b>Creditors: amounts falling due within one year</b> | 11          | <u>557,801</u>    |                   | <u>753,376</u>    |                   |
| <b>Net current assets</b>                             |             |                   | <u>643,480</u>    |                   | <u>86,464</u>     |
| <b>Total assets less current liabilities</b>          |             |                   | <u>654,825</u>    |                   | <u>89,441</u>     |
| <b>Capital and reserves</b>                           |             |                   |                   |                   |                   |
| Called up share capital                               | 12          |                   | 100               |                   | 100               |
| Profit and loss account                               | 13          |                   | 654,725           |                   | 89,341            |
| <b>Shareholders' funds</b>                            | 14          |                   | <u>654,825</u>    |                   | <u>89,441</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 16/12/13.



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 2013

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### 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 2013 (*continued*)

## 2 Turnover

Turnover arises solely within the United Kingdom

## 3 Operating profit

|                                         | 2013<br>£         | 2012<br>£         |
|-----------------------------------------|-------------------|-------------------|
| This is arrived at after charging       |                   |                   |
| Depreciation of tangible fixed assets   | 5,595             | 1,217             |
| Hire of other assets - operating leases | 80,727            | 71,293            |
|                                         | <u>          </u> | <u>          </u> |

## 4 Employees

Staff costs (including directors) consist of

|                       | 2013<br>£         | 2012<br>£         |
|-----------------------|-------------------|-------------------|
| Wages and salaries    | 3,822,777         | 3,276,840         |
| Social security costs | 307,783           | 255,016           |
| Other pension costs   | 16,757            | 7,061             |
|                       | <u>          </u> | <u>          </u> |
|                       | 4,147,317         | 3,538,917         |
|                       | <u>          </u> | <u>          </u> |

The average number of employees (including directors) during the year was 263 (2012 - 263)

## 5 Directors' remuneration

No director received any emoluments during the current year (2012 - £Nil)

Management fees totalling £7,878 (2012 - £389,095) for directors services were charged from other group companies £7,878 (2012 - £72,705) related to directors who are also directors of the parent company

## 6 Interest payable and similar charges

|                 | 2013<br>£         | 2012<br>£         |
|-----------------|-------------------|-------------------|
| Bank overdrafts | -                 | 1,324             |
|                 | <u>          </u> | <u>          </u> |

# Mainstay Facilities Management Limited

Notes forming part of the financial statements  
for the year ended 31 March 2013 (*continued*)

## 7 Taxation on profit on ordinary activities

|                                    | 2013<br>£ | 2012<br>£ |
|------------------------------------|-----------|-----------|
| <i>UK Corporation tax</i>          |           |           |
| Current tax on profits of the year | 219,872   | 106,067   |

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

|                                                                                                     | 2013<br>£ | 2012<br>£ |
|-----------------------------------------------------------------------------------------------------|-----------|-----------|
| Profit on ordinary activities before tax                                                            | 785,256   | 461,066   |
| Profit on ordinary activities at the standard rate of corporation tax in the UK of 24% (2012 - 26%) | 188,461   | 119,877   |
| Effect of Other                                                                                     | 31,411    | (13,810)  |
| Current tax charge for the year                                                                     | 219,872   | 106,067   |

### *Factors that may affect future tax charges*

The 2012 budget reduced the corporation tax rate to 23% applicable from 1 April 2013. This was substantively enacted on 3 July 2012.

The Chancellor's Statement on 20 March 2013 announced that the UK corporation tax rate will reduce to 21% by 1 April 2014. This has not been substantively enacted.

This will reduce the company's current tax charge accordingly.

## 8 Dividends

|                                                 | 2013<br>£ | 2012<br>£ |
|-------------------------------------------------|-----------|-----------|
| Ordinary shares                                 |           |           |
| Interim paid of £Nil (2012 - £105 00) per share | -         | 338,730   |

# Mainstay Facilities Management Limited

Notes forming part of the financial statements  
for the year ended 31 March 2013 (*continued*)

## 9 Tangible fixed assets

|                       | Fixtures and fittings<br>£ |
|-----------------------|----------------------------|
| <i>Cost</i>           |                            |
| At 1 April 2012       | 7,065                      |
| Additions             | 13,963                     |
| Disposals             | (1,956)                    |
|                       | <hr/>                      |
| At 31 March 2013      | <b>19,072</b>              |
|                       | <hr/>                      |
| <i>Depreciation</i>   |                            |
| At 1 April 2012       | 4,088                      |
| Provided for the year | 5,595                      |
| Disposals             | (1,956)                    |
|                       | <hr/>                      |
| At 31 March 2013      | <b>7,727</b>               |
|                       | <hr/>                      |
| <i>Net book value</i> |                            |
| At 31 March 2013      | <b>11,345</b>              |
|                       | <hr/>                      |
| At 31 March 2012      | <b>2,977</b>               |
|                       | <hr/>                      |

## 10 Debtors

|                                    | 2013<br>£      | 2012<br>£      |
|------------------------------------|----------------|----------------|
| Trade debtors                      | 248,274        | 390,416        |
| Amounts owed by group undertakings | 172,785        | -              |
| Other debtors                      | 15,339         | 9,356          |
| Prepayments and accrued income     | 87,395         | 88,284         |
|                                    | <hr/>          | <hr/>          |
|                                    | <b>523,793</b> | <b>488,056</b> |
|                                    | <hr/>          | <hr/>          |

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 2013 (*continued*)

## 11 Creditors: amounts falling due within one year

|                                    | 2013<br>£      | 2012<br>£      |
|------------------------------------|----------------|----------------|
| Trade creditors                    | 23,958         | 17,983         |
| Amounts owed to group undertakings | -              | 312,023        |
| Corporation tax                    | 213,927        | 106,067        |
| Other taxation and social security | 108,107        | 57,598         |
| Other creditors                    | 211,809        | 259,705        |
|                                    | <u>557,801</u> | <u>753,376</u> |

## 12 Share capital

|                                           | 2013<br>£  | 2012<br>£  |
|-------------------------------------------|------------|------------|
| <i>Allotted, called up and fully paid</i> |            |            |
| 240 Ordinary A shares of 10 pence each    | 24         | 24         |
| 304 Ordinary B shares of 10 pence each    | 30         | 30         |
| 228 Ordinary C shares of 10 pence each    | 23         | 23         |
| 228 Ordinary D shares of 10 pence each    | 23         | 23         |
|                                           | <u>100</u> | <u>100</u> |

'A' shares are entitled to the first £15,600 of dividends, the next £83,000 is due to 'B' & 'C' shareholders in ratio of 58 25 respectively, once the above dividends have been paid thereafter all shares rank *pari passu* for dividend entitlement

## 13 Reserves

|                     | Profit and<br>loss account<br>£ |
|---------------------|---------------------------------|
| At 1 April 2012     | 89,341                          |
| Profit for the year | 565,384                         |
|                     | <u>654,725</u>                  |
| At 31 March 2013    |                                 |

# Mainstay Facilities Management Limited

Notes forming part of the financial statements  
for the year ended 31 March 2013 *(continued)*

## 14 Reconciliation of movements in shareholders' funds

|                                      | 2013<br>£   | 2012<br>£   |
|--------------------------------------|-------------|-------------|
| Profit for the year                  | 565,384     | 354,999     |
| Dividends                            | -           | (338,730)   |
|                                      | <hr/>       | <hr/>       |
| Net additions to shareholders' funds | 565,384     | 16,269      |
| Opening shareholders' funds          | 89,441      | 73,172      |
|                                      | <hr/>       | <hr/>       |
| Closing shareholders' funds          | 654,825     | 89,441      |
|                                      | <hr/> <hr/> | <hr/> <hr/> |

## 15 Commitments under operating leases

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

|                               | Other<br>2013<br>£ | Other<br>2012<br>£ |
|-------------------------------|--------------------|--------------------|
| Operating leases which expire |                    |                    |
| Within one year               | -                  | 6,216              |
| In two to five years          | -                  | 65,967             |
|                               | <hr/>              | <hr/>              |
|                               | -                  | 72,183             |
|                               | <hr/> <hr/>        | <hr/> <hr/>        |

# Mainstay Facilities Management Limited

Notes forming part of the financial statements  
for the year ended 31 March 2013 (*continued*)

## 16 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<br>from related<br>parties | Amounts<br>owed by<br>related<br>parties | Amounts<br>owed to<br>related<br>parties |
|--------------|--------------------------------------|------------------------------------------|------------------------------------------|
| <b>2013</b>  |                                      |                                          |                                          |
| MRML Limited | -                                    | -                                        | -                                        |
| <b>2012</b>  |                                      |                                          |                                          |
| MRML Limited | 75,612                               | -                                        | 312,023                                  |

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

## 17 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