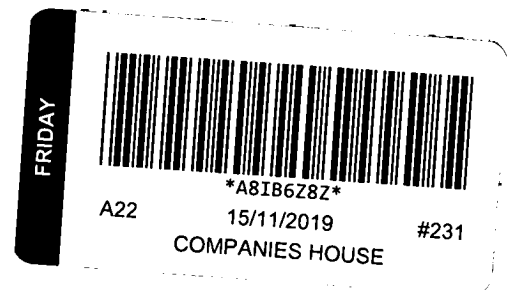


Driver Hire Merseyside Limited

Directors' report and financial statements

Registered number 10656708

Period ended 31 March 2019



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Officers and professional advisers

Directors

CM Chidley
P McNulty
J Hough

Registered office

Bradford Business Park
King's Gate
Canal Road
Bradford
BD1 4SJ

Auditor

KPMG LLP
Chartered Accountants
1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA

Banker

Yorkshire Bank
4 Victoria Place
Manor Road
Leeds
LS11 5AE

Solicitor

Shulmans LLP
10 Wellington Place
Leeds
LS1 4AP

Directors' report

The directors present their annual report and the audited financial statements for the 53 week Period ended 31 March 2019, with comparative information for the 54 week Period ended 25 March 2018.

Principle activities

The principle activity of the company is that of an employment business.

Business review

The directors are pleased with the company's performance for the Period and expect to achieve moderate growth in 2019/20.

The directors do not recommend the payment of a dividend (2018: *£nil*). The profit for the financial Period of £15,923 (2018: *£13,604 profit*) has been transferred to reserves.

Directors and directors' interests

The directors who held office during the Period were as follows:

CM Chidley
P McNulty
J Hough

Certain directors benefit from qualifying third party indemnity provisions in place during the financial Period and at the date of this report.

Political and charitable donations

During the Period the company did not make any political or charitable donations of a level requiring disclosure (2018: *£nil*).

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

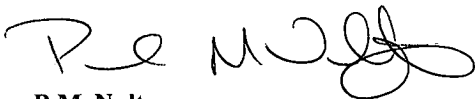
Strategic report

The company is exempt by virtue of Section 414B of the Companies Act 2006 from preparing a strategic report.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be appointed and KPMG LLP will therefore continue in office.

By order of the board



P McNulty
Director

Bradford Business Park
King's Gate
Canal Road
Bradford
BD1 4SJ
15 August 2019

Statement of directors' responsibilities in respect of the Directors' report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP
1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA
United Kingdom

Independent auditor's report to the members of Driver Hire Merseyside Limited

Opinion

We have audited the financial statements of Driver Hire Merseyside Limited ("the company") for the 53 week Period ending 31 March 2019 which comprise the Profit and Loss account and other comprehensive income statement, Balance Sheet, statement of changes in equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its profit for the period then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, such as recoverability of trade debtors and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model, including the impact of Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Independent auditor's report to the members of Driver Hire Merseyside Limited (*continued*)

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon:

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 3, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

Independent auditor's report to the members of Driver Hire Merseyside Limited *(continued)*

The purpose of our audit work and to whom we owe our responsibilities

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.



David Morritt (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants
1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA

16/08/2019

Profit and loss account
for the Period ended 31 March 2019

	<i>Note</i>	31 March 2019	25 March 2018
		£	£
Turnover	2	1,216,018	1,126,449
Cost of sales		(1,000,992)	(928,080)
Gross profit		215,026	198,369
Distribution costs		(24,030)	(23,494)
Administrative expenses		(171,064)	(157,879)
Operating profit	3	19,932	16,996
Tax on profit on ordinary activities	6	(4,009)	(3,392)
Profit for the financial Period		15,923	13,604

The company had no recognised gains and losses other than the results above and therefore, no separate statement of other comprehensive income has been presented.

There is no difference between the result on ordinary activities before taxation and the result for the Period stated above and their historical cost equivalents.

The notes on pages 10 to 16 form part of these financial statements.

Balance sheet
at 31 March 2019

	<i>Note</i>	31 March 2019		25 March 2018	
		£	£	£	£
Fixed assets					
Intangible assets	7		58,800		66,150
			<u>58,800</u>		<u>66,150</u>
Current assets					
Debtors	8	168,927		252,128	
Cash at bank and in hand		8,842		8,026	
		<u>177,769</u>		<u>260,154</u>	
Creditors: amounts falling due within one year	9	<u>(133,491)</u>		<u>(239,149)</u>	
Net current assets			<u>44,278</u>		<u>21,005</u>
Provisions for liabilities and charges	20		-		-
Net assets			<u>103,078</u>		<u>87,155</u>
Capital and reserves					
Called up share capital	10		100		100
Share premium			73,451		73,451
Profit and loss account	11		29,527		13,604
Shareholders' funds			<u>103,078</u>		<u>87,155</u>

These financial statements were approved by the board of directors on 15 August 2019 and were signed on its behalf by:



P McNulty
Director

The notes on pages 10 to 16 form part of these financial statements.

Statement of changes in equity
for the Period ended 31 March 2019

	Called up share capital £	Profit & loss account £	Total shareholder's equity £
Total comprehensive income for the Period			
Profit for the Period	-	13,604	13,604
Total comprehensive income for the Period	-	13,604	13,604
Transactions with owners, recorded directly in equity			
Issue of ordinary shares	100		100
Share premium	73,451		73,451
Balance at 25 March 2018	73,551	13,604	87,155

	Called up share capital £	Profit & loss account £	Total shareholder's equity £
Balance at 26 March 2018	73,551	13,604	87,155
Total comprehensive income for the Period			
Profit for the Period	-	15,923	15,923
Total comprehensive income for the Period	-	15,923	15,923
Balance at 31 March 2019	73,551	29,527	103,078

Notes

(the accompanying notes on pages 10 to 16 form part of the financial statements)

1 Accounting policies

Driver Hire Merseyside Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014.

The accounts are made up to the Sunday nearest the company's accounting reference date of 31 March. The results for 2019 are for the 53 week period ended 31 March 2019 (2018: 54 week period 25 March 2018).

The Company's ultimate parent undertaking, Specialist People Services Group Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Specialist People Services Group Limited are available to the public and may be obtained from the registered office. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the Period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 13.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

1.2 Going concern

After reviewing the Company's forecasts and projections, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

1.3 Foreign currency

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the profit and loss account.

Notes (continued)

1 Accounting policies (continued)

1.4 Classification of financial instruments issued by the company

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- (b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

1.5 Basic financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

1.6 Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is provided to write off the cost or valuation less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:

Fixtures, fittings & equipment - 10.00%

1.7 Intangible assets, goodwill and negative goodwill

Goodwill arising on the acquisition of franchises, which is capitalised and amortised over its estimated useful life on a straight-line basis. The useful life of goodwill is determined based on the individual circumstances of each franchise acquired. Goodwill is reviewed for impairment at the end of the first full financial Period following the acquisition and in other years if changes in circumstances or events indicate the carrying value may not be recoverable.

1.8 Employee benefits

Defined contribution plans and other long term employee benefits

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the Periods during which services are rendered by employees.

Notes (continued)

1 Accounting policies (continued)

1.9 Taxation

Tax on the profit or loss for the Period 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 Period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous Periods.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

2 Turnover

Turnover represents amounts derived by the company in respect of sales completed during the Period, excluding value added tax. Turnover is wholly attributable to activities within the UK. Income from the provision of temporary labour is recognised at the end of the completed working week based on hours worked multiplied by contracted rates. Income from permanent placements is recognised when the candidate starts work.

3 Operating profit

	31 March 2019	25 March 2018
	£	£
Operating profit is stated after charging/(crediting):		
Amortisation of goodwill	7,350	7,350
Auditor's remuneration:		
Audit of these financial statements	2,000	2,000
Taxation	1,000	1,000
	<u> </u>	<u> </u>

Auditor's remuneration for the Period was borne by another group company, Driver Hire Group Services Limited.

4 Remuneration of directors

	31 March 2019	25 March 2018
	£	£
Directors' emoluments:		
Remuneration	29,401	25,308
	<u> </u>	<u> </u>
	<u>29,401</u>	<u>25,308</u>

Only one of the directors is remunerated through the company.

Notes (continued)

5 Staff numbers and costs

The average number of persons employed by the company (excluding directors) during the Period was as follows:

	Number of employees	
	31 March 2019	25 March 2018
Administration	5	4

The aggregate payroll costs of these persons were as follows:

	31 March 2019	25 March 2018
	£	£
Wages and salaries	111,512	100,477
Social security costs	8,743	8,767
Other pension costs	1,928	-
	<u>122,183</u>	<u>109,244</u>

6 Tax on profit on ordinary activities

Analysis of charge in Period

	31 March 2019		25 March 2018	
	£	£	£	£
<i>UK corporation tax</i>				
Current tax on income for the Period	5,256		4,641	
Adjustment in respect of prior Periods	3		-	
Total current tax		<u>5,259</u>		<u>4,641</u>
<i>Deferred taxation</i>				
Origination and reversal of timing differences	(1,250)		(1,249)	
Total deferred tax		<u>(1,250)</u>		<u>(1,249)</u>
Tax on profit on ordinary activities		<u>4,009</u>		<u>3,392</u>

The tax assessed for the Period is higher (2018: *higher*) than the standard rate of corporation tax in the UK of 19% (2018: 19%).

Notes (continued)

6 Tax on profit on ordinary activities (continued)

Reconciliation of tax charge:

	31 March 2019 £	25 March 2018 £
Profit on ordinary activities before tax	19,932	16,996
Corporation tax in the UK at 19%	3,787	3,229
Effects of:		
Expenses not deductible for tax purposes	73	15
Adjustments in respect of previous Periods	3	-
UK tax not at standard rate	146	148
Total tax charge included in profit or loss	4,009	3,392

From 1 April 2017, the main rate of corporation tax was reduced to 19%. Further reductions to 18% (effective from 1 April 2020) was also substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly. Any deferred tax at 31 March 2019 has been calculated based on the rate of 17% being the rate substantively enacted at the balance sheet date.

7 Intangible assets

	Goodwill £
Cost	
Balance at 26 March 2018	73,500
Balance at 31 March 2019	73,500
Amortisation	
Balance at 26 March 2018	7,350
Charge for the Period	7,350
Balance at 31 March 2019	14,700
Net book value at 31 March 2019	58,800
Net book value at 25 March 2018	66,150

The goodwill arose in 2017 on the purchase of the Liverpool and Runcorn franchises and is being amortised over a period of 10 years.

Notes (continued)

8 Debtors

	31 March 2019	25 March 2018
	£	£
Trade debtors	164,227	248,621
Prepayments and accrued income	2,201	2,258
Deferred tax	2,499	1,249
	<u>168,927</u>	<u>252,128</u>

Trade debtors are due within one year.

The deferred taxation asset relates wholly to the excess of capital allowances over depreciation.

9 Creditors: amounts falling due within one year

	31 March 2019	25 March 2018
	£	£
Trade creditors	2,807	8,728
Social security and other taxes	45,368	46,837
Amounts owed to group undertakings (repayable upon demand)	61,269	153,409
Other creditors and accruals	18,788	25,534
Corporation tax	5,259	4,641
	<u>133,491</u>	<u>239,149</u>

No interest is charged on the amounts owed to group undertakings.

10 Called up share capital

	31 March 2019	25 March 2018
	£	£
<i>Issued, allotted and fully paid</i>		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

11 Reserves

	Profit and loss account £
Balance at 26 March 2018	13,604
Profit for the financial Period	15,923
Balance at 31 March 2019	<u>29,527</u>

Notes *(continued)*

12 Capital commitments

There were no capital commitments contracted for but not provided at 31 March 2019.

Critical accounting judgements in applying the Company's accounting policies

The Company believes that the major judgement applied is the use of the going concern principle which supports the valuation of assets included in the Balance Sheet.

13 Accounting estimates and judgements

Key sources of estimation uncertainty

The Company believes that there are no areas of material uncertainty which affect the financial statements.

14 Ultimate parent company

The company's ultimate parent company is Specialist People Services Group Limited, a company incorporated in England and Wales.

The accounts of Specialist People Services Group Limited are available from the company's registered office at Bradford Business Park, King's Gate, Canal Road, Bradford, BD1 4SJ.

15 Related party transactions

During the Period, the company purchased services of £126,555 from Driver Hire Group Services Limited. At 31 March 2019, there are trade creditors of £nil relating to these transactions.

During the period the company sold services of £98,420 to Driver Hire Contracts Ltd. At 31 March 2019, there are trade debtors of £6,329.