FOR THE YEAR ENDED 31 MARCH 2014



COMPANY INFORMATION

DIRECTORS C McCoy Esq (appointed 10 June 2014)

S G Heywood Esq

R J F Martin Esq (appointed 28 February 2014)
Mrs K M Short (appointed 28 February 2014)
G P C Parsons Esq (appointed 13 November 2013)
I A McPherson Esq (resigned 10 March 2014)
D N Jackson Esq (resigned 31 March 2014)
L Coulson Esq (resigned 28 February 2014)

COMPANY SECRETARY

Mrs K M Short

REGISTERED NUMBER

05858178

REGISTERED OFFICE

1 Abbey Wood Road

Kings Hill West Malling Kent ME19 4YT

INDEPENDENT AUDITORS

Barnes Roffe LLP

Chartered Accountants & Statutory Auditor

Charles Lake House Claire Causeway

Crossways Business Park

Dartford Kent DA2 6QA

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STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2014

BUSINESS REVIEW

The directors note that the company traded at a satisfactory level during the 2013-14 year.

Trade levels continue to be satisfactory and for those continuing activities a similar performance is expected for 2014/15.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and execution of the company's strategy are subject to current economic uncertainty caused by the underlying economic environment and the impact of austerity measures on our customers.

Failure to compete in terms of price and customer service in increasingly competitive local markets could adversely affect the Group's financial results.

Also failure to protect the Group's reputation and brand could lead to a loss of trust and confidence and a decline in our customer base.

FINANCIAL KEY PERFORMANCE INDICATORS

The Company tracks financial performance indicators based on the consolidated results of the group. No other key performance indicators would benefit any reader of the accounts.

This report was approved by the board on 28 W and signed on its behalf.

Mrs K M Short Director

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2014

The directors present their report and the financial statements for the year ended 31 March 2014.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the strategic report, 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 judgments 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.

PRINCIPAL ACTIVITIES

The principal activities in the year expanded to include Fleet procurement, Landscaping, Engineering and Recruitment. These additional businesses were previously carried out by other trading entities in the wider group and were transferred to promote and sustain further growth.

Waste disposal services and Community care have been transferred out of the Company during the year.

RESULTS

The profit for the year, after taxation, amounted to £129,882 (2013 - £266,707).

DIRECTORS

The directors who served during the year were:

S G Heywood Esq R J F Martin Esq (appointed 28 February 2014) Mrs K M Short (appointed 28 February 2014) G P C Parsons Esq (appointed 13 November 2013) I A McPherson Esq (resigned 10 March 2014) D N Jackson Esq (resigned 31 March 2014) L Coulson Esq (resigned 28 February 2014)

FUTURE DEVELOPMENTS

Commercial Services Trading Limited is part of a diversified portfolio of businesses delivering a range of

DIRECTORS' REPORT FOR-THE YEAR ENDED 31 MARCH 2014

services with long-term underlying growth prospects and some niche services to support the shareholder. This includes quality brands our customers recognise as leaders in their markets. The Group is managed by a corporate centre, which sets the strategic direction of the Group continually seeking opportunities to improve growth and drive returns in a manner consistent with the Group's heritage of committed service to its customers, whilst promoting a culture of responsibility and integrity across the business.

The Group aims to deliver shareholder value by:

- Delivering organic sales growth through new services that complement the Group's portfolio and expansion into new high growth markets.
- Enhancing margins through operational efficiencies.
- Managing operations and working capital proficiently to generate strong cash-flows.

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors
 are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

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This report was approved by the board on \nearrow 28 11 4 and signed on its behalf.

Mrs K M Short Director

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INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF COMMERCIAL SERVICES TRADING LIMITED

We have audited the financial statements of Commercial Services Trading Limited for the year ended 31 March 2014, set out on pages 6 to 16. 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 auditors' 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 directors' responsibilities statement, 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

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. In addition, we read all the financial and non-financial information in the strategic report and the directors' report 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.

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 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF COMMERCIAL SERVICES TRADING LIMITED

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.

Mario Cientanni (senior statutory auditor)

for and on behalf of Barnes Roffe LLP Chartered Accountants Statutory Auditor Charles Lake House Claire Causeway Crossways Business Park Dartford Kent DA2 6QA

Date: 12:06cemson Lily

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2014

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	Note	2014 £	2013 £
TURNOVER	1,2		
Continuing operations		1,613,948	3,772,657
Acquisitions		18,867,393	-
		20,481,341	3,772,657
Discontinued operations		250,974	-
		20,732,315	3,772,657
Cost of sales	4	(16,625,154)	(3,135,895)
GROSS PROFIT		4,107,161	636,762
Administrative expenses	4	(5,169,228)	(275,544)
Other operating income	3	1,242,890	
OPERATING PROFIT	5		
Continuing operations		18,418	361,218
Acquisitions		658,355	-
Discontinued operations		(495,950)	-
		180,823	361,218
Interest receivable and similar income		5,234	3,068
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		186,057	364,286
Tax on profit on ordinary activities	7	(56,175)	(97,579)
PROFIT FOR THE FINANCIAL YEAR	15	129,882	266,707

There were no recognised gains and losses for 2014 or 2013 other than those included in the profit and loss account.

The notes on pages 8 to 16 form part of these financial statements.

COMMERCIAL SERVICES TRADING LIMITED REGISTERED NUMBER: 05858178

BALANCE SHEET AS AT 31 MARCH 2014

		20-	14	20	13
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	8		4,131,182		3,773,579
CURRENT ASSETS					
Stocks	9	271,546		86,242	
Debtors	10	7,908,434		783,811	
Cash at bank and in hand		418,145		1,404,732	
		8,598,125		2,274,785	
CREDITORS: amounts falling due within one year	11	(4,806,189)		(1,146,154)	
NET CURRENT ASSETS			3,791,936		1,128,631
TOTAL ASSETS LESS CURRENT LIABILI	TIES		7,923,118		4,902,210
CREDITORS: amounts falling due after more than one year	12		(5,834,851)		(3,000,000)
PROVISIONS FOR LIABILITIES					
Deferred Tax	13		(133,794)		(77,619)
NET ASSETS			1,954,473		1,824,591
CAPITAL AND RESERVES					
Called up share capital	14		1,000,002		1,000,002
Profit and loss account	15		954,471		824,589
SHAREHOLDERS' FUNDS	16		1,954,473		1,824,591

The financial statements were approved and authorised for issue by the board and were signed on its behalf on \mathbb{Z}

Director

G P C Parsons Esa

Director

The notes on pages 8 to 16 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

1.2 CASH FLOW

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 TURNOVER

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

1.4 TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost less depreciation. Depreciation is not charged on freehold land. Depreciation on other tangible fixed assets is provided at rates calculated to write off the cost of those assets, less their estimated residual value, over their expected useful lives on the following bases:

L/Term Leasehold Property

Motor Vehicles

Fixtures & Fittings

Office Equipment

Straight line over 50 years

Straight line over 3 - 7 years

Straight line over 10 years

Straight line over 10 years

1.5 OPERATING LEASES

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term. Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate.

1.6 STOCK AND WORK-IN-PROGRESS

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs.

1.7 DEFERRED TAXATION

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation. A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax assets and liabilities are calculated at current tax rates.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

1. ACCOUNTING POLICIES (continued)

1.8 PENSIONS

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

2. TURNOVER

An analysis of turnover by class of business is as follows:

	2014 £	2013 £
Facilities management	1,251,211	2,513,196
Vehicle rental	9,133,607	-
Landscape services	6,113,629	-
Temporary staff	1,211,626	-
Engineering	2,503,861	-
Other	518,381	1,259,461
	20,732,315	3,772,657

All turnover arose within the United Kingdom.

The whole of the turnover and profit before taxation from continuing activities is attributable to the hire and repair of vehicles, landscaping services and the provision of temporary workers to companies outside of local government. The turnover and profit before taxation from discontinued activities arose from the provision of care.

3. OTHER OPERATING INCOME

	2014 £	2013 £
Rent received Service charge received	515,569 727,321	- -
	1,242,890	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

4. ANALYSIS OF OPERATING PROFIT

	20	14	2013	
	Continuing £	Discontinued £	Continuing £	Discontinued £
Turnover	20,481,341	250,974	3,772,657	-
Cost of sales	(16,377,688)	(247,466)	(3,135,895)	-
Gross profit	4,103,653	3,508	636,762	-
Administrative expenses	(4,669,770)	(499,458)	(275,544)	-
Other operating income	1,242,890	-	-	-
	676,773	(495,950)	361,218	
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The following amounts were included within continuing activities in relation to acquisitions during the year:

	2014 £
Turnover	18,867,393
Cost of sales	(14,069,704)
Gross profit	4,797,689
Administrative expenses	(5,310,691)
Other operating income	1,171,357
Operating profit	658,355

5. OPERATING PROFIT

The operating profit is stated after charging:

	2014 £	2013 £
Depreciation of tangible fixed assets:		
- owned by the company	138,997	26,693
Auditors' remuneration	12,000	7,175
Operating lease rentals:	·	·
- other operating leases	497,891	-

During the year, no director received any emoluments (2013 - £NIL).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

6.	STAFF COSTS		
	∼ Staff costs were as follows:	·	
		2014 £	2013 £
	Wages and salaries Other pension costs	2,194,119 160,405	1,684,258 13,975
		2,354,524	1,698,233
	The average monthly number of employees, including the direct	ctors, during the year was a	s follows:
	•	2014 No.	2013 No.
	Landscape services	37	72
	Facilities management	4	11
	Kent Scheme	0 2	2 0
	Engineering Fleet	1	0
	Administration	6	ő
	Recruitment	14	0
	Lumina	9	0
	Simplicare	5	0
		78	85
7.	TAXATION		
		2014 £	2013 £
	ANALYSIS OF TAX CHARGE IN THE YEAR CURRENT TAX (see note below)		
	UK corporation tax charge on profit for the year	-	19,960
	DEFERRED TAX (see note 13)		
	Origination and reversal of timing differences	56,175	77,619

TAX ON PROFIT ON ORDINARY ACTIVITIES

97,579

56,175

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

7. TAXATION (continued)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than (2013 - lower than) the standard rate of corporation tax in the UK of 20% (2013 - 24%). The differences are explained below:

	2014 £	2013 £
Profit on ordinary activities before tax	186,057	364,286
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2013 - 24%)	37,211	87,429
EFFECTS OF:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment Capital allowances for year in excess of depreciation Group loss relief Change in tax rates	25,115 (48,881) (13,445) -	6 (63,482) - (3,993)
CURRENT TAX CHARGE FOR THE YEAR (see note above)	-	19,960

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

There were no factors that may affect future tax charges.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

	8.	TANGIBL	F FIXED	ASSETS
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	Leasehold property £	Motor Vehicles £	Fixtures & Fittings £	Office Equipment £	Total £
COST					
At 1 April 2013	2,092,406	130,245	1,313,444	275,767	3,811,862
Additions	315,691	-	529,902	27,632	873,225
Disposals	<u> </u>	(130,245)		(275,767)	(406,012)
At 31 March 2014	2,408,097	-	1,843,346	27,632	4,279,075
DEPRECIATION					
At 1 April 2013	8,896	29,387	-	-	38,283
Charge for the year	55,236	•	82,051	1,710	138,997
On disposals	•	(29,387)	-	-	(29,387)
At 31 March 2014	64,132	-	82,051	1,710	147,893
NET BOOK VALUE	<u></u>				
At 31 March 2014	2,343,965		1,761,295	25,922	4,131,182
At 31 March 2013	2,083,510	100,858	1,313,444	275,767	3,773,579
	=======================================				

Included in leasehold property is land amounting to £592,632 (2013: £592,632) which is not depreciated.

9. STOCKS

		2014 £	2013 £
	Stock and work-in-progress	271,546	86,242
			
10.	DEBTORS		
		2014	2013
		£	£
	Trade debtors	4,322,010	373,330
	Amounts owed by group undertakings Other debtors, accrued income and prepayments	978,695 2,607,729	410,481
		7,908,434	783,811
		<u>=</u>	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

11.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	·	
		2014 £	2013 £
	Trade creditors Corporation tax	1,137,173 -	729,246 19,960
	Other taxation and social security Other creditors, accruals and deferred income	390,457 3,278,559	30,419 366,529
		4,806,189	1,146,154
12.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YE	ΔP	
	AMOUNTO FALLING DOL AFTER MONE THAN ONE TE	2014 £	2013 £
	Other creditors Share capital treated as debt (Note 14)	2,834,851 3,000,000	3,000,000
		5,834,851	3,000,000
	Disclosure of the terms and conditions attached to the non-	equity shares is made in note 1	4.
13.	DEFERRED TAXATION		
		2014 £	2013 £
	At beginning of year Charge for year (P&L)	77,619 56,175	77,619
	At end of year	133,794	77,619
	The provision for deferred taxation is made up as follows:		
		2014 £	2013 £

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

14.	SHARE CAPITAL		
		2014	2013
		£	£
	SHARES CLASSIFIED AS CAPITAL		
	ALLOTTED, CALLED UP AND FULLY PAID		
	1,000,002 Ordinary shares of £1 each	1,000,002	1,000,002
			
	SHARES CLASSIFIED AS DEBT		
	ALLOTTED, CALLED UP AND FULLY PAID		
	3,000,000 Redeemable shares of £1 each	3,000,000	3,000,000

There are two classes of redeemable shares in issue, both classes entitle the holder to one vote in any circumstance. The Redeemable shares and Redeemable 2017 shares can be redeemed at the option of the company or the shareholder at any time after 1 April 2016 and 1 April 2017 respectively. No premium is payable upon redemption.

15. RESERVES

			Profit and loss account £
	At 1 April 2013		824,589
	Profit for the financial year		129,882
	At 31 March 2014		954,471
16.	RECONCILIATION OF MOVEMENT IN SHAREHOLDER	RS' FUNDS	
		2014	2013
		£	£
	Opening shareholders' funds	1,824,591	557,884
	Profit for the financial year	129,882	266,707
	Shares issued during the year		1,000,000
	Closing shareholders' funds	1,954,473	1,824,591

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

17. OPERATING LEASE COMMITMENTS

At 31 March 2014 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		Othe	Other	
	2014	2013	2014	2013	
	£	£	£	£	
EXPIRY DATE:					
Within 1 year	-	-	641,947	7,132	
Between 2 and 5 years	-	-	2,100,923	16,906	
After more than 5 years	757,350	<u>-</u>	-	_	

18. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, 'Related party disclosures', not to disclose any transactions with members of the group headed by Kent County Trading Limited on the grounds that at least 90% of the voting rights in the company are controlled within that group and the company is included in the consolidated financial statements.

The company has a loan from Kent County Council of £2,834,851 (2013: £nil). The loan is repayable on demand and carries no interest charge and is included within creditors due after one year.

During the year, the company traded with Kent County Council, the ultimate controlling party. The following transactions occurred during the financial period:

	2014 £	2013 £
Sales	5,714,166	2,514,409
Purchases	987,730	880,033
Trade debtors	2,086,008	301,092
Trade creditors	(90,312)	(343,091)
Other debtor due withn one year	(34,922)	205,873

19. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate controlling party is Kent County Council, which owns 100% of the issued share capital of the parent company, Kent County Trading Limited.