Company Registration No. 03419833 (England and Wales)

ELECTRA-NET (UK) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2019

ELECTRA-NET (UK) LIMITED

COMPANY INFORMATION

Directors	S N Taylor on behalf of Capita Corporate Director Limited	
	N S Dale	
	P S Key	(Appointed 3 July 2020)
Secretary	Capita Group Secretary Limited	
Company number	03419833	
Registered office	30 Berners Street London England W1T 3LR	
Auditor	KPMG LLP 15 Canada Square London E14 5GL	
Banker	Barclays Bank PLC 1 Churchill Place London E14 5HP	

ELECTRA-NET (UK) LIMITED

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ELECTRA-NET (UK) LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2019

The Directors present their Strategic report and financial statements for the year ended 31 December 2019.

Review of the business

Electra-Net (UK) Limited ("the Company") is a wholly owned subsidiary (indirectly held) of Capita plc. Capita plc and its subsidiaries are hereafter referred to as "the Group". The Company operates within the IT Services division (formerly IT Enterprise Services division) of Capita plc.

The principal activity of the Company continued to be that of designing, delivering and supporting infrastructure solutions, security solutions and IT professional services for both public and private sector clients throughout the UK and the rest of the world. There have not been any significant changes in the Company's principal activities in the current year. The Directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

As shown in the Company's income statement on page 8, the revenue has decreased from £28,704,000 in 2018 to £18,597,000 in 2019 and operating profit has decreased from £1,537,000 to a loss of £290,000 over the same period. The reduction in profits is due to increased competition against the backdrop of an uncertain economic climate, affecting a number of our key clients.

The Company adopted IFRS 16 during the year which sets of the principles for the recognition, measurement, presentation and disclosure of leases. The Company has applied IFRS 16 using modified retrospective approach, the effect of which is explained in note no. 5,9,14 and 22.

The balance sheet on page 9-10 of the financial statements shows the Company's financial position at the year end. Net assets have decreased from £11,525,000 in 2018 to £11,161,000 in 2019. Details of amounts owed by/to its parent company and fellow subsidiary companies are shown in notes 10 and 11 to the financial statements.

Key performance indicators used by Capita plc are operating margins, free cash flow and return on capital employed. Capita plc and its subsidiaries manage their operations on a divisional basis and as a consequence, some of these indicators are monitored only at a divisional level. The performance of the IT services division of Capita plc is discussed in the Group's annual report which does not form part of this report.

Principal risks and uncertainties

The Company is subject to various risks and uncertainties during the ordinary course of its business, many of which result from factors outside of its control. The Company's risk management framework provides reasonable (but cannot provide absolute) assurance that significant risks are identified and addressed. An active risk management process identifies, assesses, mitigates and reports on strategic, financial, operational and compliance risk.

The principal themes of risk for the Company are:

- *Strategic*: changes in economic and market conditions such as contract pricing and competition.
- *Financial*: significant failures in internal systems of control and lack of corporate stability.
- *Operational*: including recruitment and retention of staff, maintenance of reputation and strong supplier and customer relationships, operational IT risk, and failures in information security controls.
- *Compliance*: non-compliance with laws and regulations. The Company must comply with an extensive range of requirements that govern and regulate its business.

To mitigate the effect of these risks and uncertainties, the Company adopts a number of systems and procedures, including:

- Regularly reviewing trading conditions to be able to respond quickly to changes in market conditions.

- Applying procedures and controls to manage compliance, financial and operational risks, including adhering to an internal control framework.

Capita plc has also implemented appropriate controls and risk governance techniques across all of its businesses which are discussed in the Group's annual report which doesn't part form part of this report.

Section 172 statement

The Company forms part of the IT Services division of the Group and Capita plc's section 172 statement applies to both the Division and the Company to the extent it relates to the Company's activities. Common policies and practices are applied throughout the Group via divisional management teams and a common governance framework. The following disclosure describes how the Directors have had regard to the matters set out in section 172(1a) to (f) and forms the Directors' statement required under section 414CZA of the Companies Act 2006.

Further details of the Group approach to each stakeholder are provided in Capita plc's section 172 statement which can be found on page 39 of Capita plc's Annual Report.

Stakeholder	Strategic issue	Engagement	Outcome	Principal decision*
Our people	Workforce engagement; organisational culture; employee net promoter score	People surveys; regular all-employee communications	Established managers' commitments; research into future of work	Application of standard Capita plc policies and procedures; refreshed purpose, values and behaviours
Clients and customers	Net promoter score; quality and sustainability; additional value	Client survey; regular meetings with key clients and customers	Receipt of regular detailed feedback summaries; application of standard Capita plc policies and procedures which includes the establishment of Group contract review committee to ensure delivery against contractual obligations	Collaboration with clients and customers on key contracts
Suppliers and partners	Payment practices	Capita plc holds regular meetings with Federation of Small Businesses; account management meetings with large suppliers	Application of Group payment policies including supplier charter; signatory to UK Prompt Payment Code (target 95% of supplier payments within 60 days)	
Society	Operating responsibly	Meetings, memberships and surveys of non-governmental organisations and charities	Group established responsible business strategy and responsible business committee; approval of third-party transaction guidelines; commitment to real living wage in 2020; enhanced family pay policies; Fair Tax Mark accreditation	Approval of new code of conduct

* Principal decisions are those that are material to the Group and/or significant to any of our key stakeholder groups.

On behalf of the Board

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S N Taylor on behalf of Capita Corporate Director Limited

Director

9 September 2020

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2019

The Directors present their Directors' report and financial statements for the year ended 31 December 2019.

Results and dividends

The results for the year are set out on page 8.

No dividend was paid during the year (2018: £nil).

Enviroment

Capita plc recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the Group's activities. The Company operates in accordance with group policies, which are described in the Group's annual report which does not form part of this report. Initiatives designed to minimise the Company's impact on the environment include safe disposal of waste, recycling and reducing energy consumption.

Directors

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

S N Taylor on behalf of Capita Corporate Director Limited	
A R Bullock	(Resigned 7 July 2020)
N S Dale	
P S Key	(Appointed 3 July 2020)

Political donations

The Company made no political donations and incurred no political expenditure during the year (2018: £nil).

Auditor

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

Statement of Directors' responsibilities in respect of the Strategic report, the Director's report and the financial statements

The Directors are responsible for preparing the Strategic report, 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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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.

They are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of disclosure to auditor

So far as each person who was a Director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the Company's auditor is unaware. Having made enquiries of fellow Directors and the Company's auditor, each Director has taken all the steps that he/she might reasonably be expected to take as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Qualifying third party indemnity provisions

The Company has granted an indemnity to the Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the Directors' report.

On behalf of the Board

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S N Taylor on behalf of Capita Corporate Director Limited

Director

9 September 2020

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ELECTRA-NET (UK) LIMITED

Qualified Opinion

We have audited the financial statements of Electra-Net (UK) Limited ("the company") for the year ended 31 December 2019 which comprise the 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 December 2019.

In our opinion, except for the possible effect solely on the comparative information for the year ended 31 December 2018 of the matter described in the basis for qualified opinion section of our report, the financial statements:

- give a true and fair view of the company's loss for the year ended 31 December 2019;
- have been properly prepared in accordance with UK accounting standards including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the Companies Act 2006.

Basis for qualified Opinion

The audit evidence available to us in performing the audit for the year ended 31 December 2017 was limited in relation to financial irregularities in connection with certain projects. Due to the nature of the financial irregularities we were unable to obtain sufficient appropriate audit evidence concerning whether the financial effects of these have been appropriately reflected in the financial statements for the preceding years. The issue did not have a material effect on net assets of the company as at 31 December 2018. Any adjustments would have a consequential effect on the company's profit for the year ended 31 December 2018.

We disclaimed our audit opinion on the financial statements for the year ended 31 December 2017 and qualified our audit opinion on the financial statements for the year ended 31 December 2018 with regard to this same limitation.

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 sufficient and appropriate basis for our qualified opinion.

Material uncertainty related to going concern

We draw attention to note 1.1 to the financial statements which indicates that the company is reliant on its ultimate parent undertaking, Capita plc, in regard to its ability to continue as a going concern. Under a severe but plausible downside scenario Capita plc may require completion of its planned disposal programme, which requires shareholder approval and approval from the group's lenders. These agreements with third parties constitute a material uncertainty that may cast significant doubt on the company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Strategic report and directors' report

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

Our responsibility is to read the strategic report and 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 strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

In respect solely of the limitation on our work relating to the comparative information for the year ended 31 December 2018:

- we have not obtained all the information and explanations that we considered necessary for the purpose of our audit; and
- we were unable to determine whether adequate accounting records had been kept for that year.

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:

- 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.

Directors' responsibilities

As explained more fully in their statement set out on page 3 and 4, 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: http://www.frc.org.uk/auditorsresponsibilities.

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.

R Brent

Robert Brent (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL
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9 September 2020

INCOME STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2019

	Notes	2019 £ 000	2018 £ 000
Revenue	**3**	18,597	28,704
Cost of sales		(15,041)	(22,695)
Gross profit		**3,556**	**6,009**
Administrative expenses		(3,846)	(4,472)
Operating (loss)/profit	**4**	**(290)**	**1,537**
Net finance cost		(12)	-
(Loss)/profit before tax		**(302)**	**1,537**
Income tax charge	**6**	(62)	(249)
Total comprehensive (expense)/income for the year		**(364)**	**1,288**

The income statement is prepared on the basis that all operations are continuing operations.

There are no movements in other comprehensive income during the financial year.

The accompanying notes and information on pages 12 to 31 form an integral part of these financial statements.

ELECTRA-NET (UK) LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2019

	Notes	2019 £ 000	2018 £ 000
Non-current assets			
Property, plant and equipment	**7**	98	47
Intangible assets	**8**	39	40
Right-of-use assets	**9**	278	-
Deferred tax asset	**6**	85	58
		500	**145**
Current assets			
Trade and other receivables	**10**	15,340	20,075
		15,340	**20,075**
Total assets		**15,840**	**20,220**
Current liabilities			
Trade and other payables	**11**	1,574	2,483
Deferred income	**12**	716	1,254
Financial liabilities	**13**	1,297	3,711
Lease liabilities	**14**	83	-
Provisions	**15**	540	-
Income tax payable		265	1,099
		4,475	**8,547**
Non-current liabilities			
Lease liabilities	**14**	204	-
Provisions	**15**	-	148
		204	**148**
Total liabilities		**4,679**	**8,695**
Net assets		**11,161**	**11,525**

ELECTRA-NET (UK) LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2019

	Notes	2019 £ 000	2018 £ 000
Capital and reserves			
Issued share capital	**16**	-	-
Retained earnings		11,161	11,525
Total equity		**11,161**	**11,525**

The accompanying notes and information on pages 12 to 31 form an integral part of these financial

statements. Approved by Board and authorised for issue on 9 September 2020.

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S N Taylor on behalf of Capita Corporate Director Limited
Director
Company Registration No. 03419833

ELECTRA-NET (UK) LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2019

	Share capital	Retained earnings	Total equity
	£ 000	**£ 000**	**£ 000**
At 1 January 2018	**-**	**10,237**	**10,237**
Total comprehensive income for the year	-	1,288	1,288
At 31 December 2018	**-**	**11,525**	**11,525**
Total comprehensive expense for the year	-	(364)	(364)
At 31 December 2019	**-**	**11,161**	**11,161**

Share capital
The balance classified as share capital is the nominal proceeds on issue of the Company's equity share capital, comprising 4 ordinary shares of £1 each.

Retained earnings
Net profits kept to accumulate in the Company after dividends are paid and retained in the business as working capital.

The accompanying notes and information on pages 12 to 31 form an integral part of these financial statements.

1 Accounting policies

1.1 Basis of preparation

Electra-Net (UK) Limited is a company incorporated and domiciled in the United Kingdom.

The financial statements are prepared under the historical cost basis except where stated otherwise and in accordance with applicable accounting standards.

In determining the appropriate basis of preparation for the annual report and financial statements for the year ended 31 December 2019, the Directors are required to consider whether the Company will be able to operate within the level of available facilities and cash for the foreseeable future, being a period of at least 12 months following the approval of these accounts. The Directors have concluded that it is appropriate to adopt the going concern basis, having undertaken a rigorous assessment of the financial forecasts, key uncertainties and sensitivities, including the potential impact of COVID-19 as set out below.

Since late March 2020, the Group and the Company have faced challenges and uncertainties due to the COVID-19 pandemic.

The Directors considered the potential impact of the COVID-19 outbreak on the Company's results assuming the COVID-19 outbreak continues for approximately six months with an extended impact due to continued social distancing measures throughout 2021 resulting in a slower upturn in revenues. The Directors further considered the benefits of the Government Job Retention Scheme, VAT payment deferral measures and various cost saving initiatives such as Directors' salaries sacrifices, overhead costs reduction and deferment of capital expenditure, all of which mitigated the Company revenue loss. The Directors are confident that the Company will have enough resources to enable it to settle its liabilities as they fall due.

The Company has been moderately impacted by COVID-19. Revenue in 2020 is expected to fall by £4m and EBITDA is expected to fall by £1m year-on-year primarily due to the decline in transactional business and delay in the delivery dates due to lockdown (primary reason for fall). Nevertheless, to enable a robust assessment of the medium term forecast financial performance the Directors commissioned an exercise in June 2020 to revisit the outlook to the end of 2021 ahead of the normal business plan process. The high level of uncertainty as to how the COVID-19 pandemic might evolve over the remainder of 2020 and into 2021, including whether or not there will be a second wave and what impact this may have on the operation of the business, makes precise forecasting challenging. The Directors estimate that the underlying market for the services will return to pre COVID-19 levels by 2021 (expected timeline) given that the Company has retained the existing deals. There is a higher degree of uncertainty than would usually be the case in making the key judgements and assumptions that underpin the Company's financial forecasts.

In preparing this analysis the following key assumptions were used:

- property cost, IT cost and support staff cost reduction activity to be completed in 2020 in response to COVID-19; and
- no further Government financial support beyond what has already been confirmed.

The bottom-up forecasts have been subject to review and challenge by management and the Directors. The forecasts include overlays for additional financial benefits that are expected to be driven by the Group transformation programme. These include sales growth together with margin improvements and further cost out targets. The Director have approved the 2021 outlook which, on the assumption that the overlays are successfully delivered, supports the base case and time period assessed as part of the going concern review for these financial statements.

1 Accounting policies **(Continued)**

1.1 Basis of preparation (continued)

In addition to the base case, the Directors considered severe but plausible downside scenarios, recognising there is execution risk associated with a transformation programme of such magnitude that has been impacted by the broader political and economic uncertainty introduced by COVID-19. Offsetting these risks the Directors have considered available mitigations within the direct control of the Company, including restructuring and limiting variable rewards. Finally, the assessment has considered the extent to which the Company is reliant on the Group.

The Company is reliant on the Group in respect of the following:

- provision of administrative support services and should the Group be unable to deliver these services, the Company would have difficulty in continuing to operate;
- participation in the Group's notional cash pooling arrangements, of which £732,506 was overdrawn by the Company as at 31 July 2020. In the event of a default by the Group, the Company may not be able to access this facility;
- recovery of receivables of £11,693,931 from fellow Group undertakings as of 31 July 2020. If these receivables are not able to be recovered when forecast by the Company, then the Company may have difficulty in continuing to operate;
- revenue from other Group entities or key contracts, which amounted to 1.7% of total revenue for the year 2019, may be terminated in the event of a default by the Group; and
- additional funding that may be required if the Company suffers potential/continuing future losses.

Given the reliance the Company has on the Group, the Directors have considered the financial position of the ultimate parent undertaking as disclosed in its most recent financial statements, being for the six months ended 30 June 2020.

Ultimate parent undertaking – Capita plc

The Capita plc Board ('the Board') concluded that it was appropriate to adopt the going concern basis, having undertaken a rigorous assessment of the financial forecasts, key uncertainties and sensitivities, including the potential impact of COVID-19, when preparing the Group's consolidated financial statements for the six months to 30 June 2020. These financial statements were approved by the Board on 17 August 2020 and are available on the Group's website (www.capita.com/investors).

To address the medium-term resilience of the Group, the Board have announced the planned disposal of the Education Software Services business ('ESS'). It is the Board's expectation that these funds will provide the necessary liquidity headroom to address any potential shortfalls arising in the downside scenarios evaluated, albeit with potentially limited covenant headroom as at 30 June 2021. It is also the Board's expectation that these funds will provide for compliance with all covenants although in certain circumstances this headroom is potentially limited at June 2021. The Board has confidence in the robustness of its primary mitigation (the ESS disposal) against the downside scenarios considered. The Board has several other options which are being actively pursued to provide further resilience in the event of a downside scenario. These include additional disposals and a refinancing of short-term maturities.

Material uncertainty

The disposal of ESS is subject to shareholder and lender approval, both of which are outside the control of the Company. Accordingly, this gives rise to material uncertainty, as defined in auditing and accounting standards, relating to events and circumstances which may cast significant doubt about the Group's ability to continue as a going concern.

The Board is confident that the ESS disposal will be approved by shareholders and lenders, and based on this expectation believes that, even in a plausible but severe downside scenario, the Group will continue to have adequate financial resources to realise its assets and discharge their liabilities as they fall due over the period to 31 December 2021.

1 Accounting policies **(Continued)**

1.1 Basis of preparation (continued)

Conclusion

Although the Company has a reliance on the Group detailed above, even in a severe but plausible downside for both the Company and the Group, the Directors are confident the Company will continue to have adequate financial resources to realise its assets and discharge its liabilities as they fall due over the period to 31 December 2021. Consequently, the annual report and financial statements have been prepared on the going concern basis and do not include any adjustments which would be required if the going concern basis of preparation were to be deemed inappropriate. However, as the Group's disposal of ESS is subject to shareholder and lender approval, both of which are outside the control of the Group, this gives rise to a material uncertainty relating to events and circumstances which may cast significant doubt about the Group and therefore also the Company's ability to continue as a going concern.

1.2 Compliance with accounting standards

The Company has applied FRS 101 – Reduced Disclosure Framework in the preparation of its financial statements. The Company has prepared and presented these financial statements by applying the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but made amendments, where necessary, in order to comply with the Companies Act 2006.

The Company's ultimate parent company, Capita plc, includes the Company in its consolidated statements. The consolidated financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU (EU-IFRS) and are available to the public and may be obtained from Capita plc's website on http://investors.capita.com.

In these financial statements, the Company has applied the disclosure exemptions available under FRS 101 in respect of the following disclosures:

- A cash flow statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- Certain disclosure required by IFRS 15 Revenue from Contract with Customers;
- Certain disclosure required by IFRS 16; and
- Disclosures in respect of the compensation of key management personnel.

As the consolidated financial statements of Capita plc include equivalent disclosures, the Company has also taken the disclosure exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 2 Share Based Payments in respect of group settled share based payments;
- Certain disclosures required by IAS 36 Impairments of assets in respect of the impairment of goodwill and indefinite life intangible assets;
- Certain disclosures required by IFRS 3 Business Combinations in respect of business combinations undertaken by the Company, in the current and prior periods including the comparative period reconciliation for goodwill; and
- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

1 Accounting policies **(Continued)**

1.3 Changes in accounting policies

Initial adoption of IFRS 16 Leases

IFRS 16 (effective 1 January 2019) replaces IAS 17 and sets out the principles for the recognition, measurement, presentation and disclosure of leases. The Company applied IFRS 16 using the modified retrospective approach, under which the Company has measured the right-of-use assets at the value of lease liabilities. Accordingly, the comparative information presented for 2018 has not been restated – i.e. it is presented, as previously reported under IAS 17 and related interpretations. The updated policy on IFRS 16 is set out in note 1.13.

On adoption of IFRS 16, the Company immediately recognised right of use asset representing its right to use the underlying assets and lease liabilities representing its obligation to make lease payments.

IFRIC 23 Uncertainty over Income Tax Treatments

IFRIC 23 (effective 1 January 2019) addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of IAS 12 Income Taxes. The Company has initially applied IFRIC 23 Uncertainty over Income Tax Treatments at 1 January 2019. The Company applies judgement in quantifying uncertainties over income tax treatments and has considered whether it should adjust its uncertain tax provisions in line with this new criteria. There is no impact on the Company's financial statements due to the application of IFRIC 23 (2018: £nil).

In addition, the Company has adopted the new amendments to standards detailed below but they do not have a material effect on the Company’s financial statements.

New amendments or interpretation	Effective date
Prepayment features with negative compensation (Amendments to IFRS 9)	1 January 2019
Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28)	1 January 2019
Plan amendment, curtailment or settlement (Amendments to IAS 19)	1 January 2019
Annual improvements to IFRS Standards 2015-2017 cycle (Amendments to IFRS 3, IFRS 11, IAS 12 and IAS 23)	1 January 2019

1 Accounting policies **(Continued)**

1.4 Revenue recognition

Revenue is earned within the United Kingdom.

The Company operates a number of diverse businesses and therefore it uses a variety of methods for revenue recognition based on the principles set out in IFRS 15.

The revenue and profits recognised in any period are based on the delivery of performance obligations and an assessment of when control is transferred to the customer.

In determining the amount of revenue and profits to record, and related balance sheet items (such as contract fulfilment assets, capitalisation of costs to obtain a contract, trade receivables, accrued income and deferred income) to recognise in the period, management is required to form a number of key judgements and assumptions. This includes an assessment of the costs the Company incurs to deliver the contractual commitments and whether such costs should be expensed as incurred or capitalised. These judgements are inherently subjective and may cover future events such as the achievement of contractual milestones, performance KPIs and planned cost savings.

Revenue is recognised when the performance obligation in the contract has been performed (generally 'point in time').

For all contracts, the Company determines if the arrangement with a customer creates enforceable rights and obligations. This assessment results in certain Master Service Agreements (‘MSA’s’) not meeting the definition of a contract under IFRS 15 and as such the individual call-off agreements, linked to the MSA, are treated as individual contracts.

Transactional (point in time) contracts

The Company delivers a range of goods or services in all reportable segments that are transactional services for which revenue is recognised at the point in time when control of the goods or services has transferred to the customer. This may be at the point of physical delivery of goods and acceptance by a customer or when the customer obtains control of an asset or service in a contract with customer-specified acceptance criteria.

Contract Modifications

The Company’s contracts are often amended for changes in contract specifications and requirements. Contract modifications exist when the amendment either creates new or changes the existing enforceable rights and obligations. The effect of a contract modification on the transaction price and the Company’s measure of progress for the performance obligation to which it relates, is recognised as an adjustment to revenue in one of the following ways:

a) prospectively as an additional separate contract;
b) as part of the original contract using a cumulative catch up;
c) as a combination of (a) and (b).

For contracts for which the Company has decided there is a series of distinct goods and services that are substantially the same and have the same pattern of transfer where revenue is recognised over time, the modification will always be treated under (a).

The facts and circumstances of any contract modification are considered individually as the types of modifications will vary contract by contract and may result in different accounting outcomes.

1 Accounting policies **(Continued)**

1.4 Revenue recognition (continued)

Contract modifications (continued)

Judgement is applied in relation to the accounting for such modifications where the final terms or legal contracts have not been agreed prior to the period end as management need to determine if a modification has been approved and if it either creates new or changes existing enforceable rights and obligations of the parties. Depending upon the outcome of such negotiations, the timing and amount of revenue recognised may be different in the relevant accounting periods. Modification and amendments to contracts are undertaken via an agreed formal process. For example, if a change in scope has been approved but the corresponding change in price is still being negotiated, management use their judgement to estimate the change to the total transaction price. Importantly any variable consideration is only recognised to the extent that it is highly probably that no revenue reversal will occur.

Contract related assets and liabilities

As a result of the contracts which the Company enters into with its customers, a number of different assets and liabilities are recognised on the Company's balance sheet. These include but are not limited to:

Contract fulfilment assets
Trade receivables
Deferred income

Contract fulfilment costs are divided into (i) costs that give rise to an asset; and (ii) costs that are expensed as incurred.

When determining the appropriate accounting treatment for such costs, the Company firstly considers any other applicable standards. If those other standards preclude capitalisation of a particular cost, then an asset is not recognised under IFRS 15.

If other standards are not applicable to contract fulfilment costs, the Company applies the following criteria which, if met, result in capitalisation: (i) the costs directly relate to a contract or to a specifically identifiable anticipated contract; (ii) the costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (iii) the costs are expected to be recovered.

Deferred and accrued income

The Company's customer contracts include a diverse range of payment schedules dependent upon the nature and type of goods and services being provided. The Company often agrees payment schedules at the inception of long term contracts under which it receives payments throughout the term of the contracts. These payment schedules may include performance-based payments or progress payments as well as regular monthly or quarterly payments for ongoing service delivery. Payments for transactional goods and services may be at delivery date, in arrears or part payment in advance.

Where payments made are greater than the revenue recognised at the period end date, the Company recognises a deferred income contract liability for this difference. Where payments made are less than the revenue recognised at the period end date, the Company recognises an accrued income contract asset for this difference.

1 Accounting policies **(Continued)**

1.5 Intangible Assets

Other intangibles are valued at cost less accumulated amortisation. Amortisation is calculated to write off the cost in equal annual instalments over their estimated useful life, which is typically 5 years. In the case of capitalised software development costs, research expenditure is written off to the income statement in the period in which it is incurred.

Development expenditure is written off as incurred unless and until the Company is satisfied as to the technical, commercial and financial viability of individual projects. In these cases, the development expenditure is capitalised and amortised over the period during which the Company is expected to benefit.

1.6 Property plant and equipment

Property, plant and equipment are stated at cost less depreciation. Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following basis:

Leasehold improvements	Straight line over the life of the lease
Fixtures and fittings	15% reducing balance basis
Computer Equipment	33% straight line basis

1.7 Pensions

The Company participates in a number of defined contribution schemes and contributions are charged to the income statement account in the year in which they are due. These schemes are funded and the payment of contributions is made to separately administered trust funds. The assets of these schemes are held separately from the Company. The Company remits monthly pension contributions to Capita Business Services Limited, a fellow subsidiary undertaking, which pays the Group liability centrally. Any unpaid contributions at the year-end have been accrued in the accounts of that company.

1 Accounting policies **(Continued)**

1.8 Income Tax

Tax on the profit or loss for year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items 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 year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences:

- except where the deferred tax liability arises from the initial recognition of goodwill;
- except where the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax assets and unused tax losses can be utilised, except where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

1 Accounting policies **(Continued)**

1.9 Financial instruments

Investments and other financial assets

Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value either through other comprehensive income (FVOCI) or through profit or loss (FVPL); and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date (that is, the date on which the Company commits to purchase or sell the asset). Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Impairment

The Company assesses, on a forward-looking basis, the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach permitted by IFRS 9, resulting in trade receivables recognised and carried at original invoice amount less an allowance for any uncollectible amounts based on expected credit losses.

Trade and other receivables

The Company assesses on a forward-looking basis the expected credit losses associated with its receivables carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company applies the simplified approach permitted by IFRS 9, resulting in trade receivables recognised and carried at original invoice amount less an allowance for any uncollectible amounts based on expected credit losses.

Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash. Bank overdrafts are shown within current financial liabilities.

Trade and other payables

Trade and other payables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

1 Accounting policies **(Continued)**

1.10 Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired. Where an indicator of impairment exists, the Company makes a formal estimate of the asset's recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use is determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

1.11 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when recovery is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost. The Company provides, on a discounted basis, for the future rent expense and related cost of leasehold property where the space is vacant or currently not planned to be used for ongoing operations.

1.12 Share-based payments

The Company participates in various share option and sharesave schemes operated by Capita plc, the ultimate parent company. Details of these schemes are contained in the Group's annual report.

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant employees become fully entitled to the award. Fair value is determined using an option pricing model. In valuing equity-settled transactions, no account is taken of any vesting conditions, other than conditions linked to the price of the shares of the ultimate parent company (market conditions).

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

At each balance sheet date before vesting, the cumulative expense is calculated, representing the extent to which the vesting period has expired and management's best estimate of the achievement or otherwise of non-market conditions, the number of equity instruments that will ultimately vest or in the case of an instrument subject to a market condition, be treated as vesting as described above.

The movement in cumulative expense, attributable to the Company, since the previous balance sheet date is recognised in the profit and loss account and settled with Capita plc, the ultimate parent company.

In accordance with IFRS 2, share option awards of the ultimate parent company's equity instruments in respect of settling grants to employees of the Company are disclosed as a charge to the profit and loss account and a credit to equity. The Company's policy is to reimburse its ultimate parent company through the intercompany account for charges that are made to it. Hence the credit to equity has been eliminated, rather reflecting a credit to inter-Company which better describes the underlying nature of the transaction.

1 Accounting policies **(Continued)**

1.13 Leasing

The Company leases land and buildings.

The determination whether an arrangement is, or contains, a lease is based on whether the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. The following sets out the Company's lease accounting policy for all leases with the exception of leases with low value and term of 12 months or less which we have taken the exemption in the standard. These are expensed to the income statement.

At the inception of the lease, the Company recognises a right-of-use asset and a lease liabilities. A right-of-use asset is capitalised in the balance sheet at cost, which comprises the present value of minimum lease payments determined at the inception of the lease. A lease liabilities of equivalent value is also recognised. Right-of-use assets are depreciated using the straight-line method over the shorter of estimated life or the lease term. Depreciation is included within the line item administrative expenses in the income statement.

The Company as a lessee - right-of-use assets and lease liabilities

Right-of-use assets are measured at cost, which comprised the initial amount of the lease liabilities adjusted for any lease payments made at or before the adoption date, less any lease incentives received at or before the adoption date and less any onerous lease provisions (reclassified on the opening balance sheet). Depreciation is included within administrative expenses in the income statement. Right-of-use assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be fully recoverable. Right-of-uses assets exclude leases with a low value and term of 12 months or less. These leases are expensed to the income statement as incurred.

Lease liabilities are measured at amortised cost using the effective interest rate method. Lease payments are apportioned between a finance charge and a reduction of the lease liabilities based on the constant interest rate applied to the remaining balance of the liability. Interest expense is included within the line item net finance costs in the consolidated income statement.

The lease payments comprise fixed payments, including in-substance fixed payments such as service charges and variable lease payments that depend on an index or a rate, initially measured using the minimum index or rate at inception date. The payments also include any lease incentives and any penalty payments for terminating the lease, if the lease term reflects the lessee exercising that option. Lease liabilities is adjusted for any prepayment

The lease term determined comprises the non-cancellable period of the lease contract. Periods covered by an option to extend the lease are included if the Company has reasonable certainty that the option will be exercised and periods covered by the option to terminate are included if it is reasonably certain that this will not be exercised.

The lease liabilities is subsequently remeasured (with a corresponding adjustment to the related right-of-use asset) when there is a change in future lease payments due to a renegotiation or market rent review, a change of an index or rate or a reassessment of the lease term. Payments associated with leases that have a term of less than 12 months or are of low value are recognised as an expense in the income statement as incurred.

2 Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires the Directors to make judgements and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingencies at the date of the financial statements and the reported income and expense during the reported periods. Although these judgements and assumptions are based on the Directors' best knowledge of the amount, events or actions, actual results may differ from these estimates. The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are the measurement of provisions, revenue and profit recognition on certain contractual arrangements.

2 Significant accounting judgements, estimates and assumptions (Continued)

The measurement of provisions reflects management's assessment of the probable outflow of economic benefits resulting from an existing obligation. Provisions are calculated on a case by case basis and involve judgement as regards the final timing and quantum of any financial outlay.

The measurement of revenue and resulting profit recognition - due to the size and complexity of some of the Company's contracts, there are judgements to be applied, including the measurement and timing of revenue recognition and the recognition of assets and liabilities, including an assessment of onerous contract, that result from the performance of the contract (see 1.4).

The Company has made judgements in adopting IFRS 16 such as: determining contracts in scope for IFRS 16; determining the interest rate used for discounting of future cash flows; and the lease term.

3 Revenue

The total revenue of the Company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

4 Operating loss/(profit) for the year

	2019	2018
	£ 000	£ 000
Operating loss/(profit) for the year is stated after charging:		
Depreciation of property, plant and equipment	31	98
Loss on disposal of property, plant and equipment	1	-
Amortisation of intangible assets	8	-
Short-term lease rentals - plant and machinery	281	303
Short-term lease rentals - other assets	(6)	204

Audit fees are borne by the ultimate parent company, Capita plc. The audit fee for the current period was £4,275 (2018: £4,250).

The Company has taken advantage of the exemption provided by regulations 6(2)(b) of The Companies (Disclosure of Auditor Remuneration and Liability Limitation Agreements) Regulations 2008 not to provide information in respect of fees for other (non-audit) services as this information is required to be given in the Company accounts of the ultimate parent company, which it is required to prepare in accordance with the Companies Act 2006.

5 Leases under IFRS 16

	2019	2018
	£ 000	£ 000
Interest expense on lease liabilities	12	-
Depreciation of right-of-use assets	71	-
	83	**-**

6 Income Tax

The major components of income tax expense for the years ended 31 December 2019 and 2018 are:

a) Analysis of tax charge in the period

	2019	2018
	£ 000	£ 000
Current tax		
UK Corporation tax	(49)	304
Adjustments in respect of prior years	137	781
	88	**1,085**
Deferred tax		
Origination and reversal of temporary differences	(6)	(6)
Adjustment in respect of prior years	(20)	(830)
	(26)	**(836)**
Total tax charge reported in the income statement	**62**	**249**

b) Factors affecting the tax charge for the period

The reconciliation between tax charge and the accounting profit multiplied by the UK corporation tax rate for the years ended 31 December 2019 and 2018 is as follows:

	2019	2018
	£ 000	£ 000
(Loss)/profit before tax	(302)	1,537
Profit before taxation on continued operations multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	(58)	292
Taxation impact of factors affecting tax charge:		
Expenses not deductible for tax purposes	2	5
Impact of changes in statutory tax rates	1	1
Adjustments in respect of current income tax of prior years	137	781
Adjustments in respect of deferred income tax of prior years	(20)	(830)
Total adjustments	120	(43)
Total tax charge reported in the income statement	**62**	**249**

6 Income Tax (Continued)

	Balance sheet		Income Statement	
	2019	2018	2019	2018
	£ 000	£ 000	£ 000	£ 000
Contract fulfilment asset	-	-	-	(831)
Decelerated capital allowances	79	58	(20)	(5)
Other short term timing differences	6	-	(6)	-
Net deferred tax asset	**85**	**58**		
Net deferred tax credit			**(26)**	**(836)**

A reduction in the UK corporation tax rate from 19% to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016, and the UK deferred tax asset/(liability) as at 31 December 2019 has been calculated based on this rate. On the 11 March 2020 Budget it was announced that the UK tax rate will remain at the current 19% and not reduce to 17% from 1 April 2020. This will have a consequential effect on the company's future tax charge. If this rate change had been substantively enacted at the current balance sheet date the deferred tax asset would have increased by £10,004.

7 Property, plant and equipment

	Leasehold improvements	Fixtures and fittings	Computer equipment	Total
	£ 000	£ 000	£ 000	£ 000
Cost				
At 1 January 2019	57	32	77	166
Additions	-	-	83	83
Disposals	-	-	(6)	(6)
Asset retirement	(36)	(3)	(50)	(89)
At 31 December 2019	**21**	**29**	**104**	**154**
Depreciation and impairment				
At 1 January 2019	50	19	50	119
Disposals	-	-	(5)	(5)
Charge for the year	5	2	24	31
Asset retirement	(36)	(3)	(50)	(89)
At 31 December 2019	**19**	**18**	**19**	**56**
Net book value				
At 31 December 2019	**2**	**11**	**85**	**98**
At 31 December 2018	**7**	**13**	**27**	**47**

8 Intangible fixed assets

	Software £ 000
Cost	
At 1 January 2019	40
Additions	7
At 31 December 2019	**47**
Amortisation and impairment	
At 1 January 2019	-
Amortisation	8
At 31 December 2019	**8**
Net book value	
At 31 December 2019	**39**
At 31 December 2018	**40**

9 Right-of-use assets

Net Book Value	**Property** **£ 000**
At 1 January 2019	-
Adoption of IFRS 16	349
Depreciation charged during the year	(71)
At 31 December 2019	**278**

10 Trade and other receivables

	2019 £ 000	2018 £ 000
Trade receivables	2,912	4,753
Other receivables	26	283
Accrued income	103	264
Prepayments	53	52
Contract fulfilment assets	670	1,525
Amounts due from parent and fellow subsidiary companies	11,576	13,198
	15,340	**20,075**

11 Trade and other payables

	2019 £ 000	2018 £ 000
Trade payables	404	1,257
Other taxes and social security	512	511
Accruals	362	356
Amounts due to parent and fellow subsidiary companies	296	359
	1,574	**2,483**

12 Deferred income

	2019 £ 000	2018 £ 000
Current		
Deferred income	716	1,254
	716	**1,254**

13 Financial liabilities

	2019 £ 000	2018 £ 000
Bank overdrafts	1,297	3,711
	1,297	**3,711**

14 Lease liabilities disclosure

	2019	2018
	£ 000	£ 000
Current	83	-
Non current	204	-
	287	**-**

In calculating the lease liabilities to be recognised on adoption, the Company used an incremental borrowing rate ranging from 3.31% to 3.63% at 1 January 2019.

	2019
	£ 000
Operating lease commitments at 31 December 2018 disclosed under IAS 17	350
Operating lease commitments restated for 31 December 2018	51
Discounted using the incremental borrowing rate at 1 January 2019	(33)
Lease liabilities recognised as at 1 January	**368**
out of which	
Current	81
Non current	287

	2019	2018
Maturity analysis - Contractual undiscounted cash flows	**£ 000**	**£ 000**
Less than one year	93	93
One to two years	78	93
More than two years	137	215
Total undiscounted lease liabilities at 31 December	**308**	**401**

15 Provisions

Current	Other provision £ 000
As at 1 January 2019	-
Provided in the year	540
At 31 December 2019	**540**

Non-current	Property provision £ 000	Onerous provision £ 000
As at 1 January 2019	148	-
Reclassed to Onerous	(31)	31
IFRS 16 impact	-	(31)
Released during the year	(117)	-
At 31 December 2019	-	-

The above property provision was in relation to dilapidations. The Company is required to perform repairs on leased properties prior to the properties being vacated at the end of their lease term. A dilapidation provision for such costs are made where a legal obligation is identified and the liability can be reasonably quantified.

Other provision is in relation to a customer claim received during the year. The claim has been settled subsequent to the year end.

16 Issued share capital

	2019 Number	2018 Number	2019 £'000	2018 £'000
Allotted, Issued and fully paid				
Ordinary shares of £1 each	4	4	-	-
At 1 January and 31 December	4	4	-	-

17 Employees

The average monthly number of employees (including non-executive Directors) were:

	2019 Number	2018 Number
Operation	95	118
Administration	18	17
Sales	14	18
	127	**153**

Their aggregate remuneration comprised:

Employment costs	2019 £ 000	2018 £ 000
Wages and salaries	5,468	6,759
Social security costs	660	786
Pension costs	348	356
	6,476	**7,901**

18 Pensions and other post-retirement benefit commitments

The total costs charged to income in respect of defined contribution plans is £348,000 (2018: £356,000).

19 Directors' Remuneration

The Directors have not provided qualifying services to the Company and are paid by other companies within the Capita Group. Such remuneration has not been allocated to the Company. In addition to above, the Directors were reimbursed for the expenses incurred by them whilst performing business responsibilities.

20 Events after the reporting date

On 11 March 2020, the World Health Organization declared the Coronavirus (COVID-19) outbreak to be a pandemic in recognition of its rapid spread across the globe, with over 150 countries now affected. Many governments are taking increasingly stringent steps to help contain or delay the spread of the virus. Currently, there is a significant increase in economic uncertainty which the Directors have assessed in considering the going concern assumption.

For the Company’s 31 December 2019 financial statements, the Coronavirus outbreak and the related impacts are considered non-adjusting events. The Directors have assessed that there is no impact on the recognition and measurement of assets and liabilities as a result of this subsequent event.

21 Controlling party

The Company's immediate parent company is Electra-Net Group Limited, a company incorporated in England and Wales. The Company's ultimate company is Capita plc, a company incorporated in England and Wales. The financial statements of Capita plc are available from the registered office at 30 Berners Street, London, United Kingdom, W1T 3LR.

22 Reconciliation of opening balance as at 1 January 2019

The following is a reconciliation of the extract of the balance sheet line items from IAS 17 to IFRS 16 at 1 January 2019:

	Carrying amount - 31 December 2018 £ 000	Impact on Adoption of IFRS 16 £ 000	IFRS 16 carrying amount as at 1 January 2019 £ 000
Assets			
Right-of -use assets	-	349	349
Trade and other receivables	20,075	(12)	20,063
Liabilities			
Lease liabilities			
- Current	-	(81)	(81)
- Non-current	-	(287)	(287)
Provisions	(148)	31	(117)

a) Right-of-use assets

Non-current assets have been impacted due to recognition of right-of-use assets on 1 January 2019. The right-of-use assets are initially measured at cost, which comprises the initial amount of the lease liabilities adjusted for any lease payments made at or before the adoption date less any lease incentives received at or before the adoption date (reclassified on the opening balance sheet).

b) Lease liabilities

Financial liabilities have been impacted due to the recognition of lease liabilities. This liability is initially measured at the present value of the lease payments that are not paid at the adoption date, discounted using the Group's incremental borrowing rate. The lease payments comprise fixed payments, including in-substance fixed payments such as service charges and variable lease payments that depend on an index or a rate, initially measured using the minimum index or rate at commencement date. The lease liabilities have been classified between current and non-current.

c) Reclassification of balance sheet items

As noted above in a, the right-of-use asset is initially measured at cost plus lease payments made at or before the adoption date (prepayments), less any lease incentives received (rent free accruals) and less onerous provisions existing at the adoption date. These balances have been reclassified to right-of-use asset on adoption.