

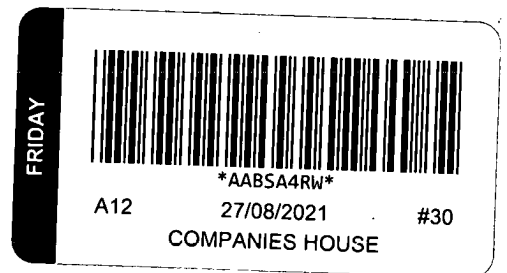
Registration number: SC208636



Mears Scotland (Services) Limited

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2020



Mears Scotland (Services) Limited

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Mears Scotland (Services) Limited

Company Information

Directors	W Docherty D J Miles A C M Smith
Company secretary	B R Westran
Registered office	224 West George Street Glasgow G2 2PQ
Solicitors	Travers Smith 10 Snow Hill London EC1A 2AL
Bankers	Barclays Bank PLC Corporate Banking 4th Floor Bridgwater House Counterslip, Finzels Reach Bristol BS1 6BH

Mears Scotland (Services) Limited

Directors' Report for the Year Ended 31 December 2020

The directors present their report and the unaudited financial statements for the year ended 31 December 2020.

Directors' of the company

The directors, who held office during the year, and up to the date of approval of the financial statements, were as follows:

W Docherty

D J Miles

A C M Smith

Principal activity

The Company did not trade during the period. It is expected to remain dormant for the foreseeable future.

Going concern

Mears Group PLC, the ultimate parent company, has a centralised treasury arrangement and so shares banking arrangements with its subsidiaries.

After making enquiries, the Directors believe that the Group has adequate resources to continue in operational existence for the foreseeable future, and they have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the group to continue as a going concern or its ability to continue with the current banking arrangements and to provide this support to the Company as required. Accordingly, the Directors continue to adopt the going concern basis in preparing these financial statements.

Directors' liabilities

Indemnifications of Directors in accordance with our Articles of Association and to the extent permitted by the laws of England and Wales, Directors are granted an indemnity from the Company in respect of liabilities incurred as a result of their position in office. However, our indemnity does not cover Directors or officers in the event of being proven of acting dishonestly or fraudulently.

Approved by the Board on 25 August 2021 and signed on its behalf by:



.....
A C M Smith
Director

Mears Scotland (Services) Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- state whether FRS 101 has been followed, subject to any material departures disclosed and explained in the financial statements.

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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Mears Scotland (Services) Limited

Profit and Loss Account for the Year Ended 31 December 2020

	Note	2020 £ 000	2019 £ 000
Revenue		<u>-</u>	<u>-</u>
Operating profit/(loss)		<u>-</u>	<u>-</u>
Profit/(loss) before tax		<u>-</u>	<u>-</u>
Profit/(loss) for the year		<u><u>-</u></u>	<u><u>-</u></u>

The notes on pages 7 to 8 form an integral part of these financial statements.

Mears Scotland (Services) Limited

(Registration number: SC208636)

Balance Sheet as at 31 December 2020

		31 December 2020 £ 000	31 December 2019 £ 000
Capital and reserves			
Called up share capital	3	1	1
Profit and loss account		<u>(1)</u>	<u>(1)</u>
Shareholders' funds/(deficit)		<u>-</u>	<u>-</u>

For the financial year ending 31 December 2020 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

Approved by the Board on 25 August 2021 and signed on its behalf by:



.....
A C M Smith
Director

Mears Scotland (Services) Limited

Statement of Changes in Equity for the Year Ended 31 December 2020

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2020	<u>1</u>	<u>(1)</u>	<u>-</u>
At 31 December 2020	<u>1</u>	<u>(1)</u>	<u>-</u>

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2019	<u>1</u>	<u>(1)</u>	<u>-</u>
At 31 December 2019	<u>1</u>	<u>(1)</u>	<u>-</u>

Mears Scotland (Services) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2020

1 General information

The financial statements present the results and financial position of Mears Scotland (Services) Limited ("the Company") for the year ended 31 December 2020.

The Company is a private company limited by share capital, incorporated in England & Wales and domiciled in the United Kingdom.

The address of its registered office is:
224 West George Street
Glasgow
G2 2PQ
United Kingdom

These financial statements were authorised for issue by the Board on 25 August 2021.

2 Accounting policies

Basis of preparation

The financial statements of the Company have been prepared in accordance with applicable accounting standards, including FRS 101, and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis. The financial statements are presented in Sterling (£), which is also the functional currency of the Company.

The Company has taken advantage of the reduced disclosures for subsidiaries provided for in FRS 101 and the specific exemptions that the Company has taken advantage of are set out in 'Summary of disclosure exemptions', as the Company is a member of a group where the parent of that group prepares publicly available financial statements, including this Company which are intended to give a true and fair view of the assets, liabilities, financial position and profit and loss of the group.

Going concern

The principal risks and uncertainties of the Company are managed at a Group level, and given how the Group's intra-group funding structure is administered the directors' deem it appropriate to consider going concern at a Group level, and not the individual Company level.

In considering the appropriateness of adopting the going concern basis for preparing the financial information, the directors noted that the Company and Group operate in robust defensive markets where spend is largely non-discretionary and that contracts tend to be long-term partnerships. The Board has a reasonable expectation that the group is able to manage its business risks and to continue in operational existence for at least 12 months from the date of signing of the accounts and has sufficient liquidity and covenant headroom, after consideration of the reasonably possible downside scenarios, until 31 August 2022.

On this basis, and with Mears Group PLC having confirmed in writing its intention to continue to support the Company for at least 12 months from the date of the approval of this report, the directors consider it appropriate to adopt the going concern basis for preparing the financial information.

Mears Scotland (Services) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2020 (continued)

2 Accounting policies (continued)

Summary of disclosure exemptions

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2020. The Company has taken advantage of the following disclosure exemptions under FRS 101:

- a) The requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - b) The requirements of paragraph 10(d) and 134 to 136 of IAS 1 Presentation of Financial Statements;
 - c) The requirements of IAS 7 Statement of Cash Flows;
 - d) The requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors.

Reserves

Share capital is determined using the nominal value of shares that have been issued.

Profit and loss account includes all current and prior period retained profits and losses.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

3 Share capital

Authorised, allotted, called up and fully paid shares

	31 December 2020		31 December 2019	
	No.	£	No.	£
'A' ordinary shares of £1 each	667	667	667	667
'B' ordinary shares of £1 each	333	333	333	333
	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

4 Parent and ultimate parent undertaking

The company's immediate parent is Morrison Facilities Services Limited by virtue of its 66.7% shareholding.

The ultimate parent is Mears Group PLC by virtue of its 100% shareholding in Morrison Facilities Services Limited.

Mears Group PLC prepares group financial statements which include this Company and are the smallest and largest consolidated accounts that the Company are included in. These financial statements are available upon request from The Company Secretary, Mears Group PLC, 1390 Montpellier Court, Gloucester Business Park, Brockworth, Gloucester, GL3 4AH.