

# **Experis Limited**

## **Report and Financial Statements**

**31 December 2012**

**Company Registration No. 02114287**

**MONDAY**



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# **Experis Limited**

## **Report and financial statements 2012**

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**Report and financial statements 2012**

**Officers and professional advisers**

**Directors**

M A Cahill  
D Whitham  
G Smith  
S L Costello

**Registered Office**

Experis House  
5 Ray Street  
London  
EC1R 3DR

**Bankers**

Royal Bank of Scotland  
62/63 Threadneedle Street  
London  
EC2H 8LA

**Auditor**

Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London

# Experis Limited

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## Directors' report

The directors submit their report together with the audited financial statements of the Company for the year ended 31 December 2012

### Principal activity and change of name

The Company's principal activity is that of professional recruitment specialists

### Business review

There have not been any significant changes in the Company's principal activity during the year under review and the directors are not aware at the date of this report of any likely major changes in either the nature or level of the Company's activities in the next year

As shown in the profit and loss account on page 8, the Company's profit after taxation was £3,903,000 (2011 - £205,000) The Company's trading performance during the year was improved on prior year and satisfactory given the very challenging market conditions encountered throughout the year

### Key performance indicators

	2012	2011
Gross margin (1)	7.9%	7.8%
Operating profit margin (2)	0.9%	0.2%

(1) Gross margin = gross profit as a percentage of turnover

(2) Operating profit margin = operating profit as a percentage of turnover

The Company's turnover has decreased by 1.8% from £375,436,000 to £374,764,000 and the contractor base has also decreased by 5.0%. The general economic conditions experienced both in the UK and the recruitment industry have contributed significantly to the reduction in turnover during 2012. In spite of difficult general market conditions, the Company has been able to increase its gross margin from 7.8% to 7.9%

The balance sheet on page 10 of the financial statements shows that the Company's financial position at the year end has, in net assets terms, increased by 12.6% from £30,874,000 to £34,777,000

The Netherlands branch was sold as of 1 April 2012 to Manpower Netherlands which generated a profit on disposal of £920,000. The investments in Austria, Luxembourg and Czech Republic were also disposed of during the year resulting in a £30,000 profit on disposal. The investment of £12,000 in Elan Poland has been impaired down to zero as this company is set to be liquidated in 2013.

### Principal risk and uncertainties

Competitive pressure in the UK is a continuing risk for the Company, which could result in it losing sales to its key competitors. The Company manages this risk by providing added value services to its customers, building and maintaining strong customer relationships and operating efficient supply and account handling procedures.

### Financial risk management

The Company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund obligations arising from liabilities as they fall due. The most important components of financial risk are interest rate risk, currency risk, credit risk, liquidity risk, cash flow risk and price risk.

Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet, the only financial risk that the directors consider relevant to this Company is credit risk. The risk is mitigated through a robust credit control function. The company does not hold any financial derivatives instruments at the year end.

# Experis Limited

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## Directors' report (continued)

### Directors and their interests

S L Costello and S Finley served as directors throughout the year. S Finley subsequently resigned from office as of 4 March 2013.

On 29 August 2012, M A Cahill, D Whitham and G Smith were appointed directors.

None of the directors had a material interest in any contract entered into by the Company during the year under review or the prior year.

### Supplier payment policy

The Company's policy is to settle terms of payment with suppliers when agreeing the terms of each transaction, ensure that suppliers are made aware of the terms of the payment and abide by the terms of payment.

### Employees

Details of the number of employees and related costs can be found in note 6 to the financial statements.

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

The directors recognise the importance of communicating effectively with all levels of employees on matters which affect their current occupations and future prospects. Communications with employees is achieved through regular individual meetings at local level and through information briefing sessions and discussions with wider groups of employees.

Special emphasis is placed on training of staff and a full range of internally organised training courses is provided for this purpose.

The Company offers a range of employee benefits to staff who qualify by reason of seniority and length of service including a pension scheme, death-in-service benefits and private medical insurance.

### Going concern

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in the financial statements (see note 1).

**Directors' report (continued)**

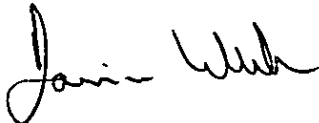
**Information to the auditor**

Each of the persons who is a director at the date of approval of this report confirms that

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that he/she ought to have taken 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

This confirmation is given and should be interpreted in accordance with the provisions of s418 the Companies Act 2006

Approved by the Board of Directors and signed on behalf of the Board



D Whitham  
Director

27 September 2013

## Directors' responsibilities statement

The directors are responsible for preparing the annual 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). The financial statements are required by law to 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, and
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to 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.

# Experis Limited

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## Independent auditor's report to the members of Experis Limited

We have audited the financial statements of Experis Limited for the year ended 31 December 2012 which comprise the profit and loss account, the Statement of total recognised gains and losses, the balance sheet and the related notes 1 to 21. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### Respective responsibilities of directors and auditor

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 annual report to identify material inconsistencies with the audited financial statements. 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 December 2012 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.



## Experis Limited

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### Independent auditor's report to the members of Experis Limited (continued)

#### 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



Peter Saunders (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom

27 September 2013

## Experis Limited

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### Profit and loss account Year ended 31 December 2012

	Note	2012 £000	2011 £000 (restated)
<b>Turnover</b>			
Continuing operations	2, 21	374,764	375,436
Cost of sales	21	(344,993)	(346,169)
<b>Gross profit</b>		<u>29,771</u>	<u>29,267</u>
Other operating expenses	3	(26,578)	(28,635)
<b>Operating profit</b>		<u>3,193</u>	<u>632</u>
Profit on sale of investments		950	-
Interest payable and similar charges	4	(51)	(111)
<b>Profit on ordinary activities before taxation</b>	5	<u>4,092</u>	<u>521</u>
Tax on profit on ordinary activities	8	(189)	(316)
<b>Profit on ordinary activities after taxation and profit for the year</b>		<u><u>3,903</u></u>	<u><u>205</u></u>

All items in the profit and loss account relate to continuing activities

## Experis Limited

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### Statement of total recognised gains and losses For the year ended 31 December 2012

	Note	2012 £000	2011 £000
Profit for the year		3,903	205
Profit on foreign currency translation		-	38
<b>Total recognised gains and losses since last annual report</b>	16	<u>3,903</u>	<u>243</u>

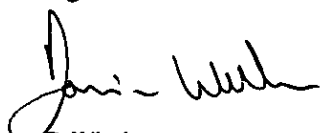
# Experis Limited

## Balance sheet 31 December 2012

	Note	2012 £000	2011 £000
<b>Fixed assets</b>			
Intangible assets	9	125	379
Tangible assets	10	1,490	1,849
Investments	11	778	782
		<u>2,393</u>	<u>3,010</u>
<b>Current assets</b>			
Debtors	12	85,081	82,041
Cash at bank and in hand		4,508	5,847
		<u>89,589</u>	<u>87,888</u>
<b>Creditors: amounts falling due within one year</b>	13	<u>(57,108)</u>	<u>(59,907)</u>
<b>Net current assets</b>		<u>32,481</u>	<u>27,981</u>
<b>Total assets less current liabilities</b>		<u>34,874</u>	<u>30,991</u>
<b>Provisions for liabilities</b>	14	<u>(97)</u>	<u>(117)</u>
<b>Net assets</b>		<u>34,777</u>	<u>30,874</u>
<b>Capital and reserves</b>			
Called up share capital	15	111	111
Share premium account	16	1,728	1,728
Capital contribution	16	16,160	16,160
Profit and loss account	16	16,778	12,875
<b>Shareholder's funds</b>	17	<u>34,777</u>	<u>30,874</u>

The financial statements of Experis Limited, registered number 02114287, were approved by the Board of Directors and authorised for issue on 27 September 2013

Signed on behalf of the board of Directors

  
D Whitham  
Director

## Notes to the financial statements Year ended 31 December 2012

### 1 Accounting policies

A summary of the principal accounting policies, is set out below. These have all been applied consistently throughout the current and preceding year.

#### Basis of accounts preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards.

The Company has not prepared consolidated financial statements as it is exempt from doing so under Section 401 Companies Act 2006 and Financial Reporting Standard 2, Accounting for Subsidiary Undertakings, as its ultimate holding company, ManpowerGroup Inc, (see note 20) prepares consolidated financial statements which include the results of the Company.

#### Cash flow statement

As permitted by Financial Reporting Standard 1 (Revised 1996) Cash Flow Statements, the Company has not prepared a cash flow statement. The results of the Company are included in the consolidated financial statements of ManpowerGroup Inc, which are available to the public (see note 20).

#### Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment.

Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset on a straight-line basis over their estimated useful lives as follows:

Leasehold properties	-	over the term of the lease
Furniture and equipment	-	3-10 years
Computer equipment	-	3 years

Residual value is calculated on prices prevailing at the date of acquisition.

#### Intangible fixed assets

Goodwill arising from the acquisition of businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired is capitalised and written off on a straight line basis over its useful economic life, which is 10 years. Provision is made for any impairment capitalised.

Software licences are included at cost less any provision for impairment and are written off on a straight line basis over their useful economic life, which is between three and five years.

#### Investments

Fixed asset investments are stated at cost, less any provision for impairment.

#### Turnover

Turnover represents the invoiced value of services rendered, net of credits and value added tax and is derived entirely in the United Kingdom from the principal activity. Turnover arising from temporary placements is recognised over the period that temporary staff are provided. Turnover arising from the placement of permanent candidates is recognised at the time the candidate commences full time employment.

## Notes to the financial statements Year ended 31 December 2012

### 1. Accounting policies (continued)

#### Leases

Rentals paid under operating leases are charged to the profit and loss account on a straight-line basis over the lease term, even if payments are not made on such a basis. Further information on charges in the year and future commitments is given in notes 5 and 18 respectively. The terms of all operating leases are continually reviewed and a provision is made for the discounted value of future onerous lease payments where appropriate.

#### Pensions

The Company operates a defined contribution pension scheme for certain permanent employees. Contributions are charged to the profit and loss account as incurred. Differences between contributions payable in the year and contributions actually paid are shown as either prepayments or accruals in the balance sheet.

#### Taxation

UK corporation tax payable is provided at amounts expected to be paid using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date when, in the opinion of the directors, there is a reasonable probability of a liability arising in the foreseeable future.

Deferred taxation is measured on a non-discounted basis, at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, 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.

#### Foreign currencies

Transactions in foreign currencies are recorded at the exchange rate ruling at the date of the transaction. The resulting monetary assets and liabilities are translated at the rate of exchange prevailing at the balance sheet date.

The results of overseas operations are translated at the average rates of exchange during the period and their balance sheets at the rates ruling at the balance sheet date. Exchange differences arising on translations of the opening net assets, are reported in the statement of total recognised gains and losses. All other exchange differences are included in the profit and loss account.

#### Related party transactions

Under the provisions of financial Reporting Standard 8, Related Party Disclosures, the Company is not required to disclose details of transactions with other wholly-owned group undertakings as it is a wholly owned subsidiary and the consolidated accounts in which the Company's results are included are available to the public (see note 20).

# Experis Limited

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## Notes to the financial statements Year ended 31 December 2012

### 1. Accounting policies (continued)

#### Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Business review on page 2. The financial position of the Company is described in the Directors' report.

The Company has considerable net assets and is trading profitably. As a consequence, the directors believe that the Company is well placed to manage its business risks successfully, despite the current uncertain economic outlook.

ManpowerGroup Inc, the Company's ultimate parent company, has given written assurance that they will continue to support the Company for at least 12 months subsequent to the sign off date of this report.

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

### 2. Segment information

Turnover was split between the following geographical locations

	2012 £000	2011 £000 (restated)
UK	371,868	359,084
Europe	2,896	16,352
	<u>374,764</u>	<u>375,436</u>

### 3. Other operating expenses

	2012 £000	2011 £000
Administrative expenses	22,659	19,173
Royalty fees	3,874	4,081
Intra group management charge	45	5,381
<b>Other operating expenses</b>	<u>26,578</u>	<u>28,635</u>

# Experis Limited

## Notes to the financial statements Year ended 31 December 2012

### 4 Interest payable and similar charges

	2012 £000	2011 £000
Bank loans and overdrafts	30	29
Intercompany loans	21	82
	<u>51</u>	<u>111</u>

### 5 Profit on ordinary activities before taxation

	2012 £000	2011 £000
Profit on ordinary activities before taxation is stated after charging/(crediting)		
Depreciation of owned tangible fixed assets	262	462
Software amortisation	254	313
Operating lease rentals on plant and machinery	3	5
Foreign exchange (gain)/loss	(15)	54
Property rentals (net)	632	735
Fees payable to the Company's auditor for the audit of the Company's annual accounts	74	79
	<u>74</u>	<u>79</u>

Other remuneration, excluding that for audit services, received by the Company's auditor during the year amounted to £nil (2011 - £nil)

### 6 Staff costs

	2012 £000	2011 £000
Staff costs of the Company were:		
Salaries	13,712	12,068
Social security costs	1,468	1,239
Other pension costs	351	268
	<u>15,531</u>	<u>13,575</u>

	Nos	Nos
The monthly average number of persons employed by the Company during the year, including directors, was		
Branch and administrative staff	<u>332</u>	<u>298</u>



# Experis Limited

## Notes to the financial statements Year ended 31 December 2012

### 7 Directors emoluments

	2012 £000	2011 £000
The remuneration of the Company's directors was as follows		
Emoluments	246	-
Company contributions to money purchase pension schemes	10	-
	<u>256</u>	<u>-</u>
	Nos	Nos
The number of directors who were members of pension schemes was as follows	<u>1</u>	<u>-</u>
	£000	£000
The above amounts for remuneration include the following in respect of the highest paid director		
Emoluments	246	-
Company contributions to money purchase schemes	10	-
	<u>256</u>	<u>-</u>

Remuneration costs for two of the directors are borne by the parent company, Manpower UK Limited. They are therefore disclosed in that Company's financial statements.

### 8. Tax on profit on ordinary activities

	2012 £000	2011 £000
Current tax		
UK corporation tax	-	-
Under provision in prior years	(11)	1
Total current tax credit	<u>(11)</u>	<u>1</u>
Deferred tax		
Origination and reversal of timing differences	198	330
Increase in estimate of recoverable deferred tax assets	2	(15)
Total deferred tax charge	<u>200</u>	<u>315</u>
Total tax charge on profit on ordinary activities	<u>189</u>	<u>316</u>

## Notes to the financial statements Year ended 31 December 2012

### 8. Tax on profit on ordinary activities (continued)

The difference between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows

	2012 £000	2011 £000
Profit on ordinary activities before taxation	4,092	521
Tax on profit on ordinary activities at standard UK tax rate of 24.5% (2011 – 26.5%)	1,003	138
Effects of		
(Income non-taxable)/expenses not deductible for tax purposes	(228)	6
Depreciation in excess of capital allowances and other short-term timing differences	65	45
Utilisation of brought forward losses	(840)	(189)
Adjustments to tax charge in respect of previous periods	(11)	1
Current tax for year	(11)	1

The Finance Act 2012, which provides for a reduction in the main rate of UK corporation tax from 24% to 23% effective from 1 April 2013 was substantively enacted on 17 July 2012. This reduced rate has been reflected in the calculation of deferred tax.

The 2013 budget (delivered on 20 March 2013) announced a further reduction of 2% to the UK corporation tax rate, resulting in an effective rate of 21% effective from 1 April 2014. The Government had also indicated that it intends to introduce further reductions in the main tax rate, with the rate reducing to 20% effective from 1 April 2015. These further reductions were not substantively enacted at the balance sheet date and are therefore not reflected in these financial statements.

# Experis Limited

## Notes to the financial statements Year ended 31 December 2012

### 9. Intangible fixed assets

	Goodwill £000	Computer software £000	Total £000
<b>Cost</b>			
At 1 January 2012 and 31 December 2012	540	1,835	2,375
<b>Amortisation</b>			
At 1 January 2012	540	1,456	1,996
Charge for the year	-	254	254
At 31 December 2012	540	1,710	2,250
<b>Net book value</b>			
At 31 December 2012	-	125	125
At 31 December 2011	-	379	379

### 10. Tangible fixed assets

	Leasehold improvements £000	Furniture and equipment £000	Computer equipment £000	Total £000
<b>Cost</b>				
At 1 January 2012	2,044	981	238	3,263
Additions	65	29	-	94
Disposals	-	(139)	(220)	(359)
At 31 December 2012	2,109	871	18	2,998
<b>Depreciation</b>				
At 1 January 2012	717	485	212	1,414
Charge for the year	176	82	4	262
Disposals	-	(97)	(198)	(295)
Adjustments	79	48	-	127
At 31 December 2012	972	518	18	1,508
<b>Net book value</b>				
At 31 December 2012	1,137	353	-	1,490
At 31 December 2011	1,327	496	26	1,849

# Experis Limited

## Notes to the financial statements Year ended 31 December 2012

### 11. Fixed asset investments

	2012 £000	2011 £000
<b>Cost</b>		
At 1 January 2012	782	782
Additions	12	-
Impairment provision	(12)	-
Disposals	(4)	-
At 31 December 2012	<u>778</u>	<u>782</u>

At 31 December 2012, the Company's main investments in subsidiary undertakings comprised the following

	% owned	Principal activity	Place of incorporation
Experis Resource Support Services Limited	100	IT recruitment	England and Wales

On 1 April 2012, the Company sold its Netherlands branch which generated a profit on disposal of £920,000

On 16 May 2012, the Company sold its investment in Elan IT Resource Austria GmbH for a consideration of £24,000

On 11 June 2012, the Company sold its investment in Elan IT Resource s r o (Czech Republic) for £626 There was no profit or loss on disposal

On 2 October 2012, the Company sold its investment in Elan IT Resource Sarl (Luxembourg) for a consideration of £5,000

### 12. Debtors

	2012 £000	2011 £000
<b>Amounts falling due within one year:</b>		
Trade debtors	58,106	53,842
Unbilled revenue	7,989	11,366
Amounts owed by group undertakings	15,943	13,365
Other debtors	527	367
Prepayments and accrued income	697	1,082
	<u>83,262</u>	<u>80,022</u>
<b>Amounts falling due after more than one year:</b>		
Deferred tax	1,819	2,019
	<u>85,081</u>	<u>82,041</u>
Deferred tax comprises		
Accelerated capital allowances	823	808
Other timing differences	98	100
Unutilised losses carried forward	898	1,111
	<u>1,819</u>	<u>2,019</u>

# Experis Limited

## Notes to the financial statements Year ended 31 December 2012

### 12. Debtors (continued)

The movement on deferred tax comprises	<b>2012</b> £000	<b>2011</b> £000
At 1 January	2,019	2,334
Charged to profit and loss account	(200)	(315)
At 31 December	<u>1,819</u>	<u>2,019</u>

### 13. Creditors: amounts falling due within one year

	<b>2012</b> £000	<b>2010</b> £000
Trade creditors	11,256	14,389
Amounts owed to group undertakings	28,460	39,917
Taxation and social security	1,692	1,693
Bank overdraft	14,001	-
Other creditors	11	2,070
Accruals and deferred income	1,688	1,838
	<u>57,108</u>	<u>59,907</u>

Amounts owed to group undertakings are all repayable on demand, no interest is charged on these amounts

### 14 Provision for liabilities

	<b>2012</b> £000	<b>2011</b> £000
At 1 January	117	103
Additions	14	14
Utilised in year	(34)	-
At 31 December	<u>97</u>	<u>117</u>

All of the above provisions relate to dilapidations on UK property. These will be utilised over the next 5 to 10 years, depending on the lease term. £35,000 is expected to be utilised during 2013.

# Experis Limited

## Notes to the financial statements Year ended 31 December 2012

### 15. Called up share capital

	2012 £000	2011 £000
<b>Authorised.</b>		
12,500,000 ordinary shares of 1p each	125	125
<b>Called up, allotted and fully paid</b>		
11,051,030 ordinary shares of 1p each	111	111

### 16. Reserves

	Share premium account £000	Capital contribution £000	Profit and loss account £000	Shareholder's funds £000
At 1 January 2012	1,728	16,160	12,875	30,763
Profit for the year	-	-	3,903	3,903
At 31 December 2012	1,728	16,160	16,778	34,666

### 17. Reconciliation of movement in shareholder's funds

	2012 £000	2011 £000
Profit for the year	3,903	243
Net increase in shareholder's funds	3,903	243
Opening shareholder's funds	30,874	30,631
Closing shareholder's funds	34,777	30,874

# Experis Limited

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## Notes to the financial statements Year ended 31 December 2012

### 18. Financial commitments

The minimum future annual rentals under non-cancellable leases are as follows

	Leasehold property £000	Other £000	Total £000
<b>At 31 December 2012</b>			
Operating leases which expire			
- within one year	214	1	215
- between one and five years	147	91	238
- after five years	382	-	382
	<u>743</u>	<u>92</u>	<u>835</u>
<b>At 31 December 2011</b>			
Operating leases which expire			
- within one year	134	40	174
- between one and five years	493	67	560
- after five years	441	-	441
	<u>1,068</u>	<u>107</u>	<u>1,175</u>

### 19. Pension arrangements

The Company is party to a defined contribution pension scheme within a group pension plan, with the assets of the scheme held in an independently administered fund. The pension costs of the Company were £351,000 (2011 - £268,000)

### 20. Ultimate holding company

The Company's ultimate parent company is ManpowerGroup Inc, a company incorporated in the United States of America

The Company's immediate parent company is Experis Group Limited, a company registered in England and Wales

The only group in which the results of Experis Limited are consolidated is that headed by ManpowerGroup Inc, whose principal place of business is at 100 Manpower Place, Milwaukee, Wisconsin 53212, USA. The consolidated accounts of this group are available to the public and may be obtained from the above address

## Notes to the financial statements Year ended 31 December 2012

### 21. Prior year restatement

Financial Reporting Standard 5 – Application Note G requires the Company to determine whether turnover is presented on a gross or net basis, depending on a number of factors including whether the Company is acting as a principal or an agent. Certain types of contracts have indicators of the Company acting as both a principal and an agent and were presented on a net basis when on current assessment a gross basis was more appropriate. Accordingly the turnover and cost of sales figures for 2011 have been restated. The prior year restatement has the impact of increasing turnover and cost of sales by £50,359,000. There is no impact in the profit and loss account on gross profit or profit for the year.