

**JJ MCGINLEY LIMITED**

**Annual Report and Financial Statements**

**For the year ended 31 December 2013**

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COMPANIES HOUSE

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

J J Flood (resigned 19 July 2013)  
I E Fraser (resigned 8 April 2013)  
D Arnold (resigned 8 April 2013)  
A Nelson (appointed 8 April 2013)  
M Ewell (appointed 8 April 2013)  
G Duggan (appointed 1 December 2013)

**COMPANY SECRETARY**

P Birch (resigned 10 June 2013)  
Sherard Secretariat Services Limited (appointed 11 June 2013)

**REGISTERED OFFICE**

The Sherard Building  
Edmund Halley Road  
Oxford  
OX4 4DQ

**BANKERS**

Lloyds TSB Bank plc  
1<sup>st</sup> Floor  
25 Gresham Street  
London  
EV2V 7HN

**AUDITOR**

Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London  
United Kingdom

## **DIRECTORS' REPORT**

The Directors present their Annual Report and the audited financial statements for the year ended 31 December 2013

The Directors' Report has been prepared in accordance with the special provisions relating to small companies under section 417(1) of the Companies Act 2006. Accordingly, no separate Strategic Report has been presented.

### **DIRECTORS**

The Directors who served during the year and thereafter are set out on page 1.

### **GOING CONCERN**

As a consequence of the Company's contracts coming to an end, the financial statements are prepared on a basis other than going concern. This has no impact on the value of the assets or liabilities on the balance sheet at 31 December 2013.

### **CHANGE IN OWNERSHIP**

This company is a wholly owned subsidiary of Enterprise Limited, see note 10. On 8 April 2013, the company's intermediate parent company, Enterprise plc (now Enterprise Limited) was acquired by Ferrovial Servicios S.A.

### **ACTIVITIES**

The principal activity of the Company is that of building maintenance contractors.

### **REVIEW OF DEVELOPMENTS AND FUTURE PROSPECTS**

As noted in the previous year financial statements, following the completion of a number of contracts in 2011 the Company no longer tender for new work. The results in the year reflect final account adjustments on prior year contracts.

The balance sheet of the Company is shown on page 7.

### **RESULTS, DIVIDENDS AND TRANSFERS TO RESERVES**

The profit after tax for the year ended 31 December 2013 is £51,681 (2012: £135,834).

No dividends were paid in the year (2012: £nil). The retained profit for the year of £51,681 (2012: £135,834) has been transferred to reserves.

**DIRECTORS' REPORT (continued)**

**AUDITOR**

Deloitte LLP have indicated their willingness to continue in office.

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 ought to have taken as a Director in order to make himself 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 provision of s418 of the Companies Act 2006.

Approved by the Board of Directors  
and signed by order of the Board:



Paul Birch  
For and on behalf of  
Sherard Secretariat Services Limited  
(Corporate Company Secretary)  
24 June 2014

## **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). Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 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.

# **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JJ MCGINLEY LIMITED**

We have audited the financial statements of JJMcGinley Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes 1 to 10. 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 and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

## **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 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.

## **Emphasis of matter**

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in Note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern.

## **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.

## **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.



Emma Cox BA ACA (Senior statutory auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom

25 June 2014

**PROFIT AND LOSS ACCOUNT**  
**For the year ended 31 December 2013**

	Note	2013 £	2012 £
<b>TURNOVER</b>		-	55,985
Cost of sales		51,681	91,100
<b>GROSS PROFIT</b>		51,681	147,085
Administrative expenses		-	(705)
<b>OPERATING PROFIT</b>	3	51,681	146,380
Interest receivable and similar income		-	-
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		51,681	146,380
Tax on profit on ordinary activities	4	-	(10,546)
<b>PROFIT FOR THE FINANCIAL YEAR</b>	9	51,681	135,834

The above results all relate to discontinued operations.

The Company has no recognised gains or losses other than the profit for the current and prior year shown above. Accordingly, a separate statement of total recognised gains and losses has not been prepared.

In addition, there were no other movements in shareholders' funds and as a consequence a reconciliation of movements in shareholders' funds has not been presented.

The notes on pages 8 to 11 form part of these financial statements.

**BALANCE SHEET**  
**As at 31 December 2013**

	Note	31 December 2013		28 December 2012	
		£	£	£	£
<b>CURRENT ASSETS</b>					
Debtors: Amounts falling due within one year	5	3,710,090		2,995,868	
Cash at bank and in hand		282,027		1,126,995	
		<u>3,992,117</u>		<u>4,122,863</u>	
<b>CREDITORS: amounts falling due within one year</b>	6	<u>(322,004)</u>		<u>(504,431)</u>	
<b>NET CURRENT ASSETS</b>			<u>3,670,113</u>		<u>3,618,432</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>					
<b>BEING NET ASSETS</b>			<u>3,670,113</u>		<u>3,618,432</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	8		245,000		245,000
Profit and loss account	9		3,425,113		3,373,432
<b>SHAREHOLDERS' FUNDS</b>			<u>3,670,113</u>		<u>3,618,432</u>

These financial statements have been prepared in accordance with the special provision relating to small companies subject to the small companies regime.

These financial statements of JJ McGinley Limited, registered number 00716654, were approved by the Board of Directors and authorised for issue on 24 June 2014. They were signed on its behalf by:



Andrew L Nelson  
 Director



**NOTES TO FINANCIAL STATEMENTS**  
**For the year ended 31 December 2013**

**1. ACCOUNTING POLICIES**

**Accounting convention**

The financial statements are prepared in accordance with applicable law and United Kingdom accounting standards which have been consistently applied throughout the current and prior year. The particular accounting policies are described below. The financial statements are prepared under the historical cost convention.

The financial statements of the company were prepared to the last Friday of the calendar year in 2012, but on the 31 December in 2013. In line with Companies Act guidelines, the accounts in the prior year have been prepared to 28 December, with an accounting reference date of 31 December. In the current year, the accounts preparation date and accounting reference date are the same.

Throughout the financial statements and Directors' Report, references to 2012 mean at 28 December 2012, references to 2013 mean at 31 December 2013.

**Basis of preparation – other than that of going concern**

As a consequence of the Company's contracts coming to an end, the financial statements are prepared on a basis other than going concern. This has no impact on the value of the assets or liabilities on the balance sheet at 31 December 2013.

**Turnover**

All turnover arose in the UK. Where the outcome of the contract can be estimated reliably, revenue and cost are recognised by reference to the stage of completion of the contract activity at the balance sheet date, as measured by the proportion of total costs at the balance sheet date to the estimated total cost of the contract. Where it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

**Long term contracts**

Amounts recoverable on long term contracts, which are included in debtors, are stated at the net sales value of the work done after provision for contingencies and anticipated future losses on contracts, less amounts received as progress payments on account. Excess progress payments are included in trade creditors as payments on accounts.

**Leases**

Operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

**Pensions**

The Company participates in several defined contribution schemes operated by Enterprise Group Holdings Limited. Contributions to defined contribution pension schemes are charged to the profit and loss account of the accounting year to which the contributions relate.

**Taxation**

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events have occurred which result in an obligation to pay more or less tax in the future.

Deferred tax is measured at the average tax rates which apply in the period in which the timing differences are expected to reverse. Deferred tax is measured on a non-discounted basis.

Deferred tax assets are regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it is more likely than not that there will be adequate future taxable profits against which to recover carried forward tax losses.

**NOTES TO FINANCIAL STATEMENTS (continued)**  
**For the year ended 31 December 2013**

**1. ACCOUNTING POLICIES (continued)**

**Cash flow statement**

The Company has taken advantage of the exemption conferred by FRS1 (Cash Flow Statements) not to prepare a cash flow statement on the basis that the Company's results are included in the consolidated financial statements of Ferrovial, S.A., the Company's ultimate parent undertaking, whose financial statements are publicly available.

**Related party transactions**

The Company has taken advantage of the exemption in FRS 8 "Related Party Disclosures" and has not disclosed transactions with other wholly owned undertakings within the Enterprise Group

**2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

None of the Directors received any remuneration for their services to the Company (2012: £nil)

	<b>2013</b>	<b>2012</b>
	<b>No.</b>	<b>No</b>
<b>Average number of persons employed (including executive Directors)</b>		
Operatives	-	3
Management and administration	-	4
	<u>-</u>	<u>7</u>
	<u><b>2013</b></u>	<u><b>2012</b></u>
	<b>£</b>	<b>£</b>
<b>Staff costs during the year (excluding Directors)</b>		
Wages and salaries	-	252,191
Social security costs	-	18,166
Pension costs	-	1,537
	<u>-</u>	<u>271,894</u>

**3. OPERATING PROFIT**

Auditor's remuneration for the audit of the Company's annual financial statements and non-audit services has been borne by another Group Company (2012: same).

**4. TAX ON PROFIT ON ORDINARY ACTIVITIES**

	<b>2013</b>	<b>2012</b>
	<b>£</b>	<b>£</b>
United Kingdom corporation tax at 23.25% (2012: 24.5%)	-	-
<i>Deferred tax</i>		
Effect of change of rate	-	727
Deferred tax charge – current year	-	1,912
Deferred tax credit – prior year	-	7,907
	<u>-</u>	<u>10,546</u>
<b>Total tax charge for the year</b>	<u><b>-</b></u>	<u><b>10,546</b></u>

The current tax assessed for the year is lower (2012: lower) than that resulting from applying the standard rate of corporation tax in the UK at 23.25% (2012: 24.5%).

**NOTES TO FINANCIAL STATEMENTS (continued)**  
**For the year ended 31 December 2013**

**4. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)**

The differences are explained below:

	2013 £	2012 £
Profit on ordinary activities before tax	51,681	146,380
Tax at 23.25% (2012: 24.5%) thereon	12,015	35,863
Effects of:		
Group relief claimed	(12,015)	(33,951)
Difference between depreciation and capital allowances	-	(1,912)
Current tax charge for the year	-	-

**5. DEBTORS**

	2013 £	2012 £
<b>Amounts due within one year</b>		
Trade debtors	108,154	194,030
Amounts recoverable on contracts	76,688	155,087
Prepayments and accrued income	5,832	1,754
Amounts due from parent Company	3,519,416	2,644,997
	<u>3,710,090</u>	<u>2,995,868</u>

**6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2013 £	2012 £
Trade creditors	265,928	484,281
Other creditors and accruals	56,076	20,150
	<u>322,004</u>	<u>504,431</u>

**7. DEFERRED TAXATION**

Unprovided deferred tax at 31 December 2013 of £5,604 relates to fixed asset timing differences (2012: £7,907).

**8. CALLED-UP SHARE CAPITAL**

	2013 £	2012 £
<b>Called-up, allotted and fully paid</b>		
245,000 (2012: 245,000) ordinary shares of £1 each	<u>245,000</u>	<u>245,000</u>

**NOTES TO FINANCIAL STATEMENTS (continued)**  
**For the year ended 31 December 2013**

**9. RESERVES**

	<b>Profit and loss account £</b>
Balance at 29 December 2012	3,373,432
Profit for the financial year	51,681
	<hr/>
Balance at 31 December 2013	<u>3,425,113</u>

**10. ULTIMATE PARENT COMPANY**

Until 8 April 2013, the Company's ultimate parent Company and controlling party was Enterprise Group Holdings Limited, a Company registered in England and Wales.

As noted in the Directors report, on 8 April 2013 the whole of the issued share capital of Enterprise plc, of which this Company is an indirect subsidiary, was acquired by Ferrovial Servicios S.A. Enterprise Limited (formerly Enterprise plc) was a wholly owned subsidiary of Enterprise Group Holdings Limited until this point. Following the acquisition, Ferrovial, S.A. is the ultimate parent Company, a Company incorporated in Spain.

Copies of the group financial statements of Ferrovial, S.A., which is the parent of the largest group of which the Company is a member, can be obtained from:

Ferrovial, S.A.

Principe de Vergara, 135

28002 Madrid

Spain

Copies of the group financial statements of Amey UK plc, the ultimate holding company in the UK and the parent of the smallest group for which group financial statements are prepared and of which the Company is a member, can be obtained from:

Head Office

The Sherard Building

Edmund Halley Road

Oxford

OX4 4DQ