# **Compass Group, UK and Ireland Limited**

Annual report and financial statements for the year ended 30 September 2021

Company Registration Number 02272248

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## **Company information**

| Directors         |                             |
|-------------------|-----------------------------|
|                   | Donna Catley                |
|                   | Chris Chidley               |
|                   | Mark Webster                |
|                   | Charles Brown               |
|                   | Jodi Lea                    |
|                   | Jonathan Davies             |
|                   | Morag Freathy               |
|                   | Robin Mills                 |
|                   | Matthew Thomas              |
|                   | Gareth Sharpe               |
|                   | Karl Atkins                 |
| Secretary         | Compass Secretaries Limited |
| Registered office | Parklands Court             |
| Registered office | 24 Parklands                |
|                   | Birmingham Great Park       |
|                   | Rubery                      |
|                   | Birmingham                  |
|                   | B45 9PZ                     |
|                   |                             |
| Auditor           | KPMG LLP                    |
|                   | Chartered Accountants       |
|                   |                             |
|                   | One Snow Hill               |
|                   |                             |

Birmingham B4 6GH

## Directors' report for the year ended 30 September 2021

The directors' present their annual report and the financial statements for the year ended 30 September 2021.

This report has been prepared in accordance with the special provisions of section 381 of the Companies Act 2006 relating to small companies. The director's have taken exemption under this regime not to disclose the strategic report.

### **Principal activity**

The principal activity of the company is that of a holding company.

#### **Business review**

The loss after tax for the year was  $\pounds 4,293,000$  (2020: loss after tax of  $\pounds 9,364,000$ ). This loss arose from interest payable on intercompany loans.

The Company did not trade during the year. This situation is expected to continue in the future.

#### Going concern

The Company has net current liabilities of  $\pounds 1,319m$  (2020:  $\pounds 1,315m$ ), loss for the year then ended of  $\pounds 4.3m$ , the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons. The directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that the company will have sufficient funds to meet its liabilities as they fall due for that period.

Those forecasts are dependent on Compass Group PLC providing additional financial support during that period. The Directors, having assessed the response of the Directors of the Company's parent, Compass Group PLC to their enquiries, have no reason to believe that a material uncertainty exists, which may cast significant doubt about the ability of Compass Group, UK and Ireland Limited to continue as a going concern. The accounts of Compass Group PLC were approved on 23 November 2021. Since that date, there have been no major changes in the company's circumstances which would affect its capacity to continue to support Compass Group, UK and Ireland Limited. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

### Dividends

The directors' do not recommend the payment of a dividend for the year (2020: £Nil).

The directors of the Company who were in office during the year and up to the date of signing the financial statements are shown below:

Donna Catley Chris Chidley Mark Webster Charles Brown Jodi Lea Jonathan Davies Morag Freathy Robin Mills Matthew Thomas (appointed 4 January 2021)

## Directors' report for the year ended 30 September 2021 (continued)

### Directors' of the Company (continued)

Steven Cenci (resigned 1 April 2022) Ian Murphy (resigned 28 March 2022) Sarah Sergeant (resigned 31 July 2021) Ian Cranna (resigned 1 April 2022)

## The following directors were appointed after the year end:

Gareth Sharpe (appointed 2 November 2021) Karl Atkins (appointed 1 June 2022)

### Section 172(1) statement

Compass Group, UK and Ireland Limited (the Company)

Section 172 of the Companies Act 2006 requires a director of a company to act in the way he or she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing this section 172 requires a director to have regard, amongst other matters, to the:

- likely consequences of any decisions in the long-term;
- interests of the company's employees;
- need to foster the company's business relationships with suppliers, customers and others;
- impact of the company's operations on the community and environment;
- · desirability of the company maintaining a reputation for high standards of business conduct, and
- need to act fairly as between members of the company.

In discharging their duties under section 172 the directors have regard to both the factors set out above and others that may be considered relevant to the decisions being made. The directors acknowledge that every decision made will not necessarily result in a positive outcome for all of the Company's stakeholders. By considering the Company's purpose, vision and values together with its strategic priorities and having a process in place for decision-making, the directors aim to ensure that Board decisions are consistent and predictable.

As is normal for large companies, the directors delegates authority for day-to-day management of the Company to executives and then engages management in setting, approving and overseeing execution of the business strategy and related policies of the Compass Group PLC group of companies (the Group). While there are cases where the Board itself judges that it should engage directly with certain stakeholder groups or on certain issues, the size and spread of both our stakeholders and the Company means that generally stakeholder management best takes place at an operational level. The directors consider that as well as being a more efficient approach, this also helps achieve a greater positive impact on environmental, social and other issues than by working alone as an individual company. How the Group engages with its stakeholders is described on pages 28 to 31 of the Compass Group PLC Annual Report and Accounts 2021 (the ARA).

The principal activity of the Company is to act as a holding company for other entities in Compass Group PLC's group (the Group). As a parent holding entity for the Group's UK and Irish businesses, the Company has had no commercial business and no customers or suppliers other than other Group companies during the period. As such the breadth of stakeholder and other considerations that would often apply in operating or commercial trading companies have generally not applied to the decisions made by the directors.

## Directors' report for the year ended 30 September 2021 (continued)

#### Section 172(1) statement (continued)

During the year the directors received information which assisted in promoting their understanding of the interests and views of the Company's key stakeholders and other relevant factors when making decisions. This information was distributed in a range of different formats including in reports and presentations on financial and operational performance, non-financial KPIs, risk, ESG matters and the outcomes of specific pieces of engagement. This facilitated a greater understanding of the nature of stakeholder concerns, and assisted the directors in complying with their section 172 duty to promote success of the company. Examples of how the directors have had regard to the matters set out in section 172(1)(a)-(f) when discharging their duties under section 172, and the effect of those decisions, are set out below:

#### **Employee engagement**

The Company does not have employees of its own, but is a parent company within a sub-group of the Group that has over 250 UK employees. The Company and the Group places importance on employee engagement, keeping employees regularly informed on matters of concern to them as employees, issues affecting their performance, and promoting a common awareness of the financial and economic factors affecting the performance of the Company. Feedback from employee engagement informs the directors' decision making processes, and those decisions taken and policies made on a wider Group basis. For further information on how the Group engages with employees globally see pages 32-39 of the ARA.

#### **Business relationships**

As a holding company, the Company has limited engagement with external parties such as suppliers, clients, consumers and others. In the limited circumstances where the Company does interact with external business partners, in line with the Group's policies and procedures the directors promote and ensure the highest standards of ethical behaviour and probity in the Company's business dealings. For further information on how the Group fosters business relationships with its business partners see pages 28 to 31 of the ARA.

#### **Statement of Corporate Governance Arrangements**

In compliance with the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 as amended by The Companies (Miscellaneous Reporting) Regulations 2018, the Company hereby discloses its Statement of Corporate Governance Arrangements.

The Company's ultimate parent, Compass Group PLC, is subject to and complies with the UK Corporate Governance Code 2018. As a subsidiary of Compass Group PLC, the Company, together with other companies within the Group, is subject to and adheres with certain governance arrangements, structures and policies that are common throughout the Compass Group PLC group of companies. The specific governance arrangements adopted by the Company are defined by the Compass Subsidiary Governance Code (the Subsidiary code), the principles of which, and how the Company has applied them during the financial year ended 30 September, are detailed below.

#### **Code Principle**

**Purpose and Leadership** -The Board will promote the purpose of the company, and ensure that its values, strategy and culture align with that of Compass Group PLC.

#### How the Company has applied the Subsidiary Code

During the year, in accordance with their duties as directors of the Company, the directors promoted the purpose of the Company ensuring that its activities and goals were aligned to those of the Compass Group.

## Directors' report for the year ended 30 September 2021 (continued)

#### Statement of Corporate Governance Arrangements (continued)

#### **Code Principle**

**Board Compositions -** The Board will be chaired effectively and composed of individuals with the requisite balance of skills, backgrounds, experience and knowledge. Individual directors will have sufficient capacity to make a valuable contribution.

**Director responsibilities -** The Board and individual directors will have a clear understanding of their accountability and responsibilities. Board procedures will support effective decision-making and independent challenge.

**Opportunity and risk** -The Board will promote the long-term sustainable success of the company by identifying opportunities to create and preserve value, and will establish and maintain oversight of the identification and mitigation of risks.

**Stakeholder relationships and engagement** - The Board will be responsible for ensuring maintenance of stakeholder relationships and the oversight of engagement with stakeholders, including the workforce. The Board will have regard to stakeholder views when taking decisions.

#### How the Company has applied the Subsidiary Code

The directors comprising the Board are all specialists in their respective fields. The directors of the Company also comprise the executive committee of the Company, and represent and lead the Company's commercial, finance, legal and human resources functions. Each director demonstrated the capacity to make a valuable contribution to the Company and Board during the year.

A review of governance arrangements and directors' duties was undertaken during the year which refreshed the directors' knowledge of their responsibilities with respect to the Company. Board procedures were supported by the Compass Legal Department.

Opportunity and existing and emerging risks were managed in line with the strategy and risk profile of Compass Group PLC which prepares consolidated accounts for the Compass Group, further details of which can be found on pages 73 to 81 of the Compass Group PLC Annual Report 2021.

The Board ensured that stakeholder relationships as were relevant to the status and purpose of the Company were maintained in line with Compass Group PLC policies and procedures. Details of how the directors considered stakeholders in the decision making process can be found in the S172 statement.

#### Disclosure of information to the auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

#### 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.

Approved by the Board on 16 June 2022 and signed on its behalf by:

Gareth Sharpe Director

# Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors acknowledge their responsibilities 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, they 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 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;

• 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.

## Independent Auditor's Report to the Members of Compass Group, UK and Ireland Limited

#### Opinion

We have audited the financial statements of Compass Group, UK and Ireland Limited (the 'Company') for the year ended 30 September 2021, which comprise the Income Statement, Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

• give a true and fair view of the state of the company's affairs as at 30 September 2021 and of its loss for the year then ended

• have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and

• have been prepared in accordance with the requirements of the Companies Act 2006

#### **Basis for opinion**

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 a sufficient and appropriate basis for our opinion.

#### Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

• we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;

• we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

#### Fraud and breaches of laws and regulations - ability to detect

#### Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included enquiring of directors and inspection of policy documentation as to the Compass Group PLC's group policies and procedures to prevent and detect fraud that apply to this group company as well as enquiring whether the directors have knowledge of any actual, suspected, or alleged fraud.

# Independent Auditor's Report to the Members of Compass Group, UK and Ireland Limited (continued)

#### Fraud and breaches of laws and regulations - ability to detect (continued)

#### Identifying and responding to risks of material misstatement due to fraud (continued)

As required by auditing standards we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition given the simple nature of the revenue transactions.

We did not identify any additional fraud risks.

#### Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors and other management (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of noncompliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

The company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies' legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

This company is not subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements.

#### Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

# Independent Auditor's Report to the Members of Compass Group, UK and Ireland Limited (continued)

#### **Directors' report**

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

Our responsibility is to read 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 directors' report;

in our opinion the information given in that report for the financial year is consistent with the financial statements; and
in our opinion the report has been prepared in accordance with the Companies Act 2006.

#### Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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.

• the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report

We have nothing to report in these respects.

#### **Directors' responsibilities**

As explained more fully in their statement set out on page 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 auditors 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 these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities.

# Independent Auditor's Report to the Members of Compass Group, UK and Ireland Limited (continued)

#### 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.

...... Mark Flanagan (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor Chartered Accountants One Snow Hill Snow Hill Queensway Birmingham B4 6GH

Date: 24 June 2022

## **Income statement**

For the year ended 30 September 2021

|                                      | Note | 2021<br>£000 | 2020<br>£000 |
|--------------------------------------|------|--------------|--------------|
| Turnover                             |      | -            | -            |
| Administrative expenses              |      | (6)          | (5,124)      |
| Operating loss                       |      | (6)          | (5,124)      |
| Interest payable and similar charges | 10   | (5,700)      | (5,700)      |
| Loss before tax                      |      | (5,706)      | (10,824)     |
| Tax on loss on ordinary activities   | 6    | 1,413        | 1,460        |
| Loss for the year                    |      | (4,293)      | (9,364)      |

The above results were derived from continuing operations.

## Statement of comprehensive income

For the year ended 30 September 2021

|  | 2021<br>£000 | 2020<br>£000 |
|--|--------------|--------------|
| Loss for the year                        | (4,293)      | (9,364)      |
| Total comprehensive expense for the year | (4,293)      | (9,364)      |

## **Balance sheet**

As at 30 September 2021

|  | Note | 2021<br>£000 | 2020<br>£000 |
|--|------|--------------|--------------|
| Fixed assets                                   |      |              |              |
| Tangible assets                                | 7    | 201          | 206          |
| Investments                                    | 8    | 1,416,390    | 1,416,390    |
|  |      | 1,416,591    | 1,416,596    |
| Current assets                                 |      |              |              |
| Debtors  | 9    | 72,318       | 76,606       |
| Cash at bank and in hand                       |      | 266          | 266          |
|  |      | 72,584       | 76,872       |
| Creditors: Amounts falling due within one year | 10   | (1,392,188)  | (1,392,188)  |
| Net current liabilities                        |      | (1,319,604)  | (1,315,316)  |
| Net assets                                     |      | 96,987       | 101,280      |
| Capital and reserves                           |      |              |              |
| Called up share capital                        | 11   | 39           | 39           |
| Share premium reserve                          |      | 251,041      | 251,041      |
| Retained earnings                              |      | (154,093)    | (149,800)    |
| Shareholders' funds                            |      | 96,987       | 101,280      |

The financial statements of Compass Group UK and Ireland Limited (registred number 02272248) were approved by the Board of Directors and authorised for issue on 16 June 2022 and signed on its behalf by:

1.5 Rape

Gareth Sharpe Director

## Statement of changes in equity

For the year ended 30 September 2021

|                             | Share<br>capital<br>£000 | Share<br>premium<br>£000 | Retained<br>earnings<br>£000 | Total<br>£000 |
|-----------------------------|--------------------------|--------------------------|------------------------------|---------------|
| At 1 October 2020           | 39                       | 251,041                  | (149,800)                    | 101,280       |
| Total comprehensive expense | -                        | -                        | (4,293)                      | (4,293)       |
| At 30 September 2021        | 39                       | 251,041                  | (154,093)                    | 96,987        |

For the year ended 30 September 2020

|                             | Share<br>Capital<br>£000 | Share<br>Capital<br>£000 | Retained<br>earnings<br>£000 | Total<br>£000 |
|-----------------------------|--------------------------|--------------------------|------------------------------|---------------|
| At 1 October 2019           | 39                       | 251,041                  | (140,436)                    | 110,644       |
| Total comprehensive expense | -                        | -                        | (9,364)                      | (9,364)       |
| At 30 September 2020        | 39                       | 251,041                  | (149,800)                    | 101,280       |

## Notes to the financial statements for the year ended 30 September 2021

#### 1. General information

Compass Group, UK and Ireland Limited ("the Company") is a private company limited by share capital, incorporated, domiciled and registered in England. The registered number is 02272248.

The address of its registered office is: Parklands Court 24 Parklands Birmingham Great Park Rubery Birmingham B45 9PZ

#### 2. Accounting policies

#### **Basis of preparation**

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

- Cash flow statement and related notes;
- Certain disclosures regarding revenue;
- Comparative period reconciliations for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- The effects of new but not yet effective IFRSs;
- Disclosure in respect of the compensation of Key Management Personnel; and
- Disclosure of transactions with a management entity that provides key management personnel services to the Company.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### **Basis of measurement**

The financial statements have been prepared on a historical cost basis.

#### 2. Accounting policies (continued)

#### **Going concern**

The Company has net current liabilities of  $\pounds 1,319m$  (2020:  $\pounds 1,315m$ ), loss for the year then ended of  $\pounds 4.2m$ , the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons. The directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that the company will have sufficient funds to meet its liabilities as they fall due for that period.

Those forecasts are dependent on Compass Group PLC providing additional financial support during that period. The directors, having assessed the responses of the directors of the Company's parent, Compass Group PLC to their enquiries, have no reason to believe that a material uncertainty exists, which may cast significant doubt about the ability of Compass Group UK and Ireland Limited to continue as a going concern.

Those forecasts are dependent on Compass Group PLC providing additional financial support during that period. The Directors, having assessed the response of the Directors of the Company's parent, Compass Group PLC to their enquiries, have no reason to believe that a material uncertainty exists, which may cast significant doubt about the ability of Compass Group, UK and Ireland Limited to continue as a going concern. The accounts of Compass Group PLC were approved on 23 November 2021. Since that date, there have been no major changes in the company's circumstances which would affect its capacity to continue to support Compass Group, UK and Ireland Limited. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

#### Functional and presentation currency

These financial statements are presented in Sterling, which is the Company's functional currency. All financial information presented in Sterling has been rounded to the nearest thousand, except when otherwise indicated.

#### Use of estimates and judgements

The preparation of the financial statements in conformity with FRS101 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The Board do not believe that there are any principal accounting estimates, assumptions and judgements employed in the preparation of these financial statements which could affect the carrying amounts of assets and liabilities at the balance sheet date.

#### 2. Accounting policies (continued)

#### **Financial instruments**

#### Non-derivative financial assets and liabilities

The Company initially recognises loans and receivables on the date that they are originated. All other financial assets (including assets designated as at fair value through profit or loss) are recognised initially on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company classifies non-derivative financial assets into the following categories: financial assets at fair value through profit or loss, held-to-maturity financial assets, loans and receivables and available-for-sale financial assets.

#### Financial assets at fair value through profit or loss

A financial asset is classified as at fair value through profit or loss if it is classified as held for trading or is designated as such on initial recognition. Financial assets are designated as at fair value through profit or loss if the Company manages such investments and makes purchase and sale decisions based on their fair value in accordance with the Company's documented risk management or investment strategy. Attributable transaction costs are recognised in profit or loss as incurred. Financial assets at fair value through profit or loss are measured at fair value and changes therein, which takes into account any dividend income, are recognised in profit or loss.

#### Investments in debt and equity securities

Investments are stated at amortised cost less impairment.

Investments in jointly controlled entities, associates and subsidiaries are carried at cost less impairment.

#### Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Loans and receivables comprise trade and other receivables.

Other financial liabilities comprise trade and other payables.

#### 2. Accounting policies (continued)

#### Share capital

#### **Ordinary shares**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

#### Impairment excluding deferred tax assets

#### Financial assets (including trade and other debtors)

With respect to provisions for impairment of trade debtors, IFRS 9 replaces the 'incurred loss' model in IAS 39 with an 'expected credit loss' model. From 1 October 2018, the Company measures provisions for impairment of trade debtors at an amount equal to lifetime expected credit losses. In determining credit risk, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Company's historical experience, and forward looking information. The Group considers the model and the assumptions used in calculating these expected credit losses as sources of estimation uncertainty.

As a result, the carrying values of trade debtors are now reduced by the estimated future credit losses at the date of initial recognition and going forward where previously credit losses were not recognised on such assets until there was an indicator of impairment, such as a payment default.

#### Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is 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 on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

#### Expenses

#### Financing income and expenses

Financing expenses comprise interest payable. Interest income and interest payable is recognised in profit or loss as it accrues, using the effective interest method. Dividend income is recognised in the income statement on the date the entity's right to receive payments is established.

#### 2. Accounting policies (continued)

#### Change in accounting policy

The company has adopted the following IFRSs in these financial statements:

• Annual Improvements to IFRS Standards 2014-2016 Cycle. The implementation of this had no significant impact on the accounts;

• IFRS 15: Revenue from Contract with Customers. The implementation of this had no significant impact on the accounts;

• IFRS 9: Financial Instruments. The implementation of this had no significant impact on the accounts.

#### 3. Operating loss

The audit fee payable to the Company's auditor for the audit of the company's accounts of  $\pounds 2,947$  (2020:  $\pounds 2,947$ ) was borne by another group company.

#### 4. Employee information

The average number of persons employed by the Company (including directors) during the year, analysed by category was as follows:

|  | 2021<br>No.  | 2020<br>No.  |
|--|--------------|--------------|
| Directors  | 14           | 18           |
| 5. Directors' remuneration                             |              |              |
|  | 2021<br>£000 | 2020<br>£000 |
| Salaries and taxable benefits<br>Pension contributions | 3,267<br>91  | 2,933<br>107 |
| Remuneration of highest paid director                  | 421          | 803          |

Directors' emoluments are borne by Compass Contract Services (UK) Limited but are disclosed in this company, since it is the parent company of the group companies through whom the directors' emoluments are paid. Directors' emoluments are paid for services to a number of group companies.

#### 6. Income tax

Tax (credited) in the income statement

|  | 2021<br>£000 | 2020<br>£000 |
|--|--------------|--------------|
| Current taxation                               |              |              |
| UK corporation tax on loss of the year         | (1,416)      | (1,419)      |
| UK corporation tax adjustment to prior periods | 3            | (41)         |
| Tax receipt in the income statement            | (1,413)      | (1,460)      |

The tax assessed for the period is higher (2020: lower) than the standard effective rate of corporation tax in the UK for the year ended 30 September 2021 of 19% (2020: 19%). The differences are explained below:

|  | 2021<br>£000 | 2020<br>£000 |
|--|--------------|--------------|
| Loss before tax  | (5,706)      | (10,824)     |
| Corporation tax at standard rate                       | (1,084)      | (2,057)      |
| Non deductible impairment of investment                | -            | -            |
| Permanent timing differences                           | 1            | 974          |
| Adjustment required under transfer pricing regulations | (333)        | (336)        |
| Adjustments in respect of prior periods                | 3            | (41)         |
| Total tax credit                                       | (1,413)      | (1,460)      |

The increase in the UK corporation tax rate from 19% to 25% enacted in the Finance Act 2021 for profits arising after 1 April 2023. Therefore the deferred tax asset has been revalued based on these rates during the year leading to the P&L movement on rates change disclosed above.

#### 7. Tangible assets

|  | Land and<br>buildings<br>£000 |
|--|-------------------------------|
| Cost or valuation  |                               |
| Classified as held for sale or in a disposal group classified as held for sale | 275                           |
| At 30 September 2021   | 275                           |
| Depreciation<br>At 1 October 2020  | 69                            |
| Charge for the year  | 5                             |
| At 30 September 2021 Carrying amount   | 74                            |
| At 30 September 2021   | 201                           |
| At 30 September 2020   | 206                           |

## 8. Investments

| Subsidiaries              | £000      |
|---------------------------|-----------|
| Cost<br>At 1 October 2020 | 1,437,616 |
| Addition                  | -         |
| Disposal                  |           |
|                           | 1,437,616 |
| Impairment provision      |           |
| At 1 October 2020         | 21,226    |
| Disposals                 |           |
| At 30 September 2021      | 21,226    |
| Net book value            |           |
| At 30 September 2021      | 1,416,390 |
|                           |           |
| At 30 September 2020      | 1,416,390 |

Details of the subsidiaries as at 30 September 2021 are as follows:

| Name of subsidiary                      | Registered office   | Ownership % |
|---|---|-------------|
| 14Forty Limited*                        | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Business Clean Limited*                 | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Caterskill Group Limited*               | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Chalk Catering Limited*                 | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Compass Contract Services (UK)          |   |             |
| Limited*                                | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Compass Group Medical Benefits          |   |             |
| Limited*                                | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Compass Staff Services Limited*         | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Everson Hewett Limited*                 | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Express Cafes Limited*                  | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Facilities Management Catering Limited* | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Goodfellows Catering Services           |   |             |
| Management Limited*                     | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Gruppo Events Limited*                  | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Hallmark Catering Management Limited*   | <sup>2</sup> 24 Parklands, Birmingham Great Park, B45 9PZ | 100%        |
| Keith Prowse Limited*                   | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Langston Scott Limited*                 | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Leiths Limited*                         | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Letheby & Christopher Limited*          | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Milburns Restaurants Limited*           | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| P&C Morris Catering Group Limited*      | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Peter Parfitt Leisure Overseas Travel   |   |             |
| Limited*                                | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Peter Parfitt Sport Limited*            | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Solutions on Systems Limited*           | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Sunway Contract Services Limited*       | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| The Cuisine Centre Limited*             | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Vendepac Holdings Limited*              | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Woodin & Johns Limited*                 | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Foodbuy Europe Limited*                 | 24 Parklands, Birmingham Great Park, B45 9PZ              | 100%        |
| Coffee Partners Limited*                | 13 Carden Place, Aberdeen, Aberdeenshire, AB10 1UR        | 100%        |
| Waseley (CVI) Limited*                  | 13 Carden Place, Aberdeen, Aberdeenshire, AB10 1UR        | 100%        |

## 8. Investments (continued)

| Name of subsidiary                           | Registered office  | Ownership %  |
|--|--|--------------|
| Compass Offshore Catering Limited            | 13 Carden Place, Aberdeen, Aberdeenshire, AB10 1UR   | 100%         |
| Bateman Healthcare Services Limited          | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Castle Independent Limited                   | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Catering Management Ireland Limited          | 3rd Floor 43a Yeats Way, Park West Business Park,  | 100%         |
| 6  | Dublin 12 Ireland  |              |
| Caterskill Management                        | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Chartwells Hounslow (Feeding Futures)        |  |              |
| Limited                                      | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Cleaning Support Services Limited*           | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Experience Limited                   | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Purchasing Limited                   | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Restaurant Properties Limited        | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Road Services Limited                | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Services Limited                     | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Services (Midlands) Limited          | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Services (U.K) Limited               | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Compass Security Limited                     | 24 Parklands, Birmingham Great Park, B45 9PZ   | 50%          |
| Cygnet Foods Holding Limited                 | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Cygnet Foods Limited                         | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Eaton Catering Limited                       | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Eaton Wine Bars Limited                      | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Eurest Offshore Support Services             |  |              |
| Limited                                      | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Eurest Prison Support Services Limited       | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Fairfield Catering Company Limited           | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Fingerprint Managed Services Limited         | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Hamard Catering Management Services          |  |              |
| Limited                                      | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Hamard Group Limited                         | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Hospital Hygiene Services Limited            | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| ICM Five Star Limited                        | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Leisure Support Services Limited             | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Meal Service Company Limited                 | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Milburns Catering Contracts Limited          | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| N L C (Holdings) Limited                     | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| N L C (Wembley) Limited                      | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| National Leisure Catering Limited            | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Payne & Gunter Limited                       | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| PDM Training & Compliance Services           | 24 Darklands Dirmingham Creat Dark D45 007   | 1000/        |
| Limited<br>Pennine Services Limited          | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| PPP-Infrastructure Management Limited        | 24 Parklands, Birmingham Great Park, B45 9PZ<br>24 Parklands, Birmingham Great Park, B45 9PZ | 100%         |
| Reliable Refreshments Limited                | 24 Parklands, Birmingham Great Park, B45 9PZ<br>24 Parklands, Birmingham Great Park, B45 9PZ | 100%<br>100% |
| Security Office Cleaners Limited             | 24 Parklands, Birmingham Great Park, B45 9PZ   |              |
| Sycamore Newco Limited                       | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%<br>100% |
| •  | 24 Parkianus, birninghann Great Park, 643 9PZ  | 100%         |
| The Bateman Catering Organization<br>Limited | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Waseley (CVS) Limited                        | 24 Parklands, Birmingham Great Park, B45 9PZ<br>24 Parklands, Birmingham Great Park, B45 9PZ | 100%         |
| Wembley Sports Arena Limited                 | 24 Parklands, Birmingham Great Park, B45 9PZ<br>24 Parklands, Birmingham Great Park, B45 9PZ | 100%         |
| Cheyenne Limited                             | 13 Carden Place, Aberdeen, Aberdeenshire, AB10 1UR   | 100%         |
| Integrated Cleaning Management               | 24 Parklands, Birmingham Great Park, B45 9PZ   | 100%         |
| Limited*                                     | 27 i ai Manus, birninghann Oreat Faik, D43 3F2   | 10070        |
| Linneu                                       |  |              |

#### 8. Investments (continued)

| Name of subsidiary                    | Registered office                                     | Ownership % |
|---------------------------------------|---|-------------|
| Compass Security Oldco Group Limited* | 24 Parklands, Birmingham Great Park, B45 9PZ          | 100%        |
| Integrated Cleaning Management        |   |             |
| Support Services Limited              | 24 Parklands, Birmingham Great Park, B45 9PZ          | 100%        |
| Compass Security Oldco Holdings       |   |             |
| Limited                               | 24 Parklands, Birmingham Great Park, B45 9PZ          | 100%        |
| Compass Security Oldco Investment     |   |             |
| Limited                               | 24 Parklands, Birmingham Great Park, B45 9PZ          | 100%        |
| Dine Contract Catering Limited        | 24 Parklands, Birmingham Great Park, B45 9PZ          | 100%        |
| Feedr Limited                         | 119 Marylebone Road North West House, London, NW1 5PU | 100%        |

\* indicates direct investment of Compass Group UK and Ireland Limited.

In the opinion of the directors, the investments in subsidiaries are worth not less than the amounts shown above.

The Company test the fixed asset investments annually for impairment. The recoverable amount of the fixed asset investment is determined from value in use calculations. The value in use is based on a 50 year time period discounted at the group weighted average cost of capital rate of 6.7%.

Cash flow projections for the 3 years following the year ended 30 September 2021 include a 2% growth based on recent forecasts considering market conditions and expected contract gains. Long-term cash flow projections are based on constant growth of 2%. The directors believe that the use of this growth rate as a basis for long-term projections is reasonable given current forecasted expectations and is sufficient to account for long-term sensitivities.

#### 9. Debtors

|                                       | 2021<br>£000 | 2020<br>£000 |
|---------------------------------------|--------------|--------------|
| Amounts owed by other group companies | 70,905       | 75,146       |
| Corporation tax                       | 1,413        | 1,460        |
|                                       | 72,318       | 76,606       |

The amounts owed by other group companies relate to entities in the Compass Group and are repayable on demand.

#### 10. Creditors: Amounts falling due within one year

|                                    | 2021<br>£000 | 2020<br>£000 |
|------------------------------------|--------------|--------------|
| Deferred consideration for Feedr   | 1,514        | 1,515        |
| Deferred tax liability             | 223          | 223          |
| Accrued expenses                   | 737          | 737          |
| Amounts owed to group undertakings | 1,389,714    | 1,389,713    |
|                                    | 1,392,188    | 1,392,188    |

The amounts due to other group companies relate to entities in the Compass Group and are repayable on demand. Interest of  $\pounds 5,700,000$  is charged on loan of  $\pounds 94,444,800$  (2020:  $\pounds 94,444,800$ ) at a rate of equating to 6.035% (2020:  $\pounds 0.035\%$ ) per annum with no set repayment terms.

#### 11. Share capital

#### Allotted, called up and fully paid shares

|   | 30 September<br>2021 |      | 30 September<br>2020 |      |
|---|----------------------|------|----------------------|------|
|   |                      |      |                      |      |
|   | No. 000              | £000 | No. 000              | £000 |
| 3,907,664 Ordinary shares of £0.01 each | 3,908                | 39   | 3,908                | 39   |

#### 12. Commitments

There were no capital commitments at the end of the financial year and no provision has been made (2020: £Nil).

#### 13. Pensions

UK employees that are in a pension arrangement are either in the Compass Retirement Income Savings Plan (CRISP) because they meet the eligibility criteria, in a GAD section of the Compass Group Pension Plan (the Plan) or have been automatically enrolled into the National Employment Savings Trust (NEST).

CRISP was launched on 1 February 2003 and has been the main vehicle for pension provision for eligible new joiners in the UK since that date. CRISP is a defined contribution (money purchase) arrangement whereby the Group will match employee contributions up to 6% of pay (minimum 5). Within CRISP, a new defined contribution section was established from April 2006 known as the Compass Higher Income Plan (CHIP). Senior employees who contribute to CRISP are offered an additional employer-only contribution into CHIP. The amount of contribution and eligibility for CHIP are decided annually at the Group's discretion. A CHIP payment may be taken in part, or in whole, as a cash allowance instead of a pension contribution.

CRISP has a corporate trustee. The Chairman is a former employee of the Group. The other five trustee directors are UK based employees of the Group, three of whom have been nominated by CRISP members.

The Plan is a defined benefit arrangement. Those UK employees who transfer from the public sector under the Transfer of Undertakings (Protection of Employment) Regulations 2006, typically up until 31 March 2015, have been eligible to join the Plan, which has otherwise been closed to new entrants since 2003. Such transferees entered into the GAD sections of the Plan and are known as 'GAD members'. However, under the Government's revised guidance for 'Fair Deal for staff pensions', the expectation is and therefore the approach has been that the Group participates in the relevant public-sector pension scheme and closes the Plan to future entrants. The Plan closed to future accrual for all existing members, other than GAD members, on 5 April 2010. The affected members were offered membership of CRISP from 6 April 2010.

The Plan is operated on a pre-funded basis. The funding policy is to contribute such variable amounts, on the advice of the actuary, as achieves a 100% funding level on a projected salary basis. The actuarial assessments covering expense and contributions are carried out by independent qualified actuaries. A formal actuarial valuation of the Plan is carried out every three years. The most recent valuation of the Plan took place as at 5 April 2019. At the valuation date the total market value of the assets of the Plan was £2,563 million which represented 106% of the benefits that had accrued to members after allowing for expected future increases in earnings.

By agreement with the trustees, the Company is no longer funding any deficit. The next triennial valuation is due to be completed as at 5 April 2022. The Plan is reappraised annually by independent actuaries in accordance with IAS 19 'Employee benefits' requirements.

The Plan has a corporate trustee. There is an independent chairman and one other independent trustee director. There are a further five trustee directors, who are either UK based employees or former employees of the Group (three of whom have been nominated by Plan members). The Plan operates under The Pensions Act with regulatory oversight from the Pensions Regulator.

The Company is subject to the Pension Automatic Enrolment Regulations for its workforce in the UK. All new UK employees who meet the statutory eligibility criteria, and who do not join CRISP or the Plan, are automatically enrolled into the NEST. Responsibility for the Company's ongoing compliance with the Pension Automatic Enrolment Regulations and for ensuring that the administration and investment of funds relating to automatic enrolment remain appropriate lies with the Group's Pension Automatic Enrolment Governance Committee.

All new UK employees who meet the statutory eligibility criteria, and are not already in one of these registered compliant arrangements, are automatically enrolled into the National Employment Savings Trust (NEST). The Company considers that NEST provides the right type of service, communication material and investment choice for our employees and that it has the capabilities to support a company as large and diverse as Compass.

#### 13. Pensions (continued)

#### **Compass group pension plan**

The High Court ruling on Guaranteed Minimum Pension (GMP) equalisation was published on 20 November 2020. As a result, and based on actuarial advice, the Group has recognised  $\pounds 2$  million of past service costs in the income statement.

The contributions payable for defined contribution schemes of  $\pounds 13,151,228$  (2020:  $\pounds 13,864,638$ ) have been fully expensed against profits in the current year.

Other than where required by local regulation or statute, the defined benefit schemes are closed to new entrants. For these schemes the current service cost will increase under the projected unit credit method as the members of the schemes approach retirement.

The company made contributions to the Plan of £1.3m in the year (2020: £1.4m).

Disclosures showing the assets and liabilities of the Plan are set out below. These have been calculated using the following assumptions:

|  | 30 September<br>2021<br>% | 30 September<br>2020<br>% |
|--|---------------------------|---------------------------|
| Discount rate                            | 2.00                      | 1.65                      |
| Inflation                                | 3.70                      | 3.20                      |
| CPI inflation assumption                 | 3.20                      | 2.20                      |
| Rates of increase of salaries            | 3.70                      | 3.20                      |
| Rates of increase of pensions in payment | 3.50                      | 3.10                      |
| Rates of increase for deferred pensions  | 3.40                      | 2.70                      |

The mortality assumptions used to value the current year UK pension schemes are derived from the S3PA generational mortality tables (2020: S3PA generational mortality tables) with improvements in line with the projection model prepared by the 2020 Continuous Mortality Investigation of the UK actuarial profession (2020: 2019 model), with an S-kappa of 7.5, with 115% weighting for male non-pensioners, 111% for male pensioners (2020: 115% weighting for male non-pensioners, 111% for male pensioners (2020: 102% weighting for all females), with a long term underpin of 1.5% p.a. (2020: 1.5% p.a.). These mortality assumptions take account of experience to date and assumptions for further improvements in the life expectancy of scheme members. The Company estimates the average duration of the UK plans' liabilities to be 17 years (2020: 18 years) and 9 years (2020: 10 years), respectively.

The directors have considered the impact of the COVID-19 pandemic and, at the present time, do not believe that there is sufficient evidence to require a change in the long term mortality assumptions. The directors will continue to monitor any potential future impact on the mortality assumptions used.

Examples of the resulting life expectancies for the UK Plan are as follows:

|  | 30 September<br>2021<br>Year | 30 September<br>2020<br>Year |
|--|------------------------------|------------------------------|
| Current UK pensioners at retirement age - male   | 21.50                        | 21.50                        |
| Current UK pensioners at retirement age - female | 24.00                        | 24.00                        |
| Future UK pensioners at retirement age - male    | 23.40                        | 23.40                        |
| Future UK pensioners at retirement age - female  | 26.60                        | 26.60                        |

The other demographic assumptions have been set having regard to the latest trends in scheme experience and other relevant data. The assumptions are reviewed and updated as necessary as part of the periodic actuarial valuation of pension schemes.

#### **13.** Pensions (continued)

#### Sensitivity of principle assumptions

|                               | Change in assumption | Impact on<br>scheme<br>deficit 2021 | Impact on<br>scheme<br>deficit 2020 |
|-------------------------------|----------------------|-------------------------------------|-------------------------------------|
| Discount rate                 | Increase by 0.5%     | Decrease by £201                    | Decrease by £209m                   |
|                               | Decrease by 0.5%     | Increase by £214m                   | Increase by £226m                   |
| Inflation                     | Increase by 0.5%     | Increase by £124m                   | Increase by £126m                   |
|                               | Decrease by 0.5%     | Decrease by £99m                    | Decrease by £120m                   |
| CPI Inflation                 | Increase by 0.5%     | Increase by £24m                    | Increase by £31m                    |
|                               | Decrease by 0.5%     | Decrease by £24m                    | Decrease by £28m                    |
| Life expectations from age 65 | Increase by 1 year   | Increase by £107m                   | Increase by £110m                   |

The sensitivities above consider the impact of the single change shown, with the other assumptions assumed to be unchanged. The sensitivity analyses have been determined based on a method that extrapolates the impact on the defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period. In practice, changes in one assumption may be accompanied by offsetting changes in another assumption (although this is not always the case). The impact of a change in the UK inflation rate shown above includes the impact of a change in both the RPI and CPI inflation rates.

At 30 September 2021, the assets of the various schemes were invested in a diversified portfolio that consisted primarily of debt securities. The fair value of these assets is shown below by major category:

|                           | 30 September<br>2021<br>£000 | 30 September<br>2020<br>£000 |
|---------------------------|------------------------------|------------------------------|
| Global equities quoted    | 119,686                      | 134,724                      |
| UK fixed interest quoted  | 763,302                      | 746,163                      |
| UK index link quoted      | 1,169,762                    | 1,273,289                    |
| Corporate bonds quoted    | 424,656                      | 470,499                      |
| Property funds quoted     | 206,452                      | 194,572                      |
| Cash and cash equivalents | 10,822                       | 8,763                        |
|                           | 2,694,680                    | 2,828,010                    |

1. 2020 re-presented to show the UK property funds as unquoted on the basis that they are not traded on an active market.

#### 13. Pensions (continued)

The UK Plan has substantial holdings of diversified global equity type investments, mainly shares in listed companies. The return on these investments is variable, and they are generally considered to be 'riskier' investments. However, it is generally accepted that the yield on these investments will contain a premium to compensate investors for this additional risk. There is significant uncertainty about the likely size of this risk premium. In respect of investments held in global equities there is also a risk of unfavourable currency movements. The trustee manages these risks by holding approximately 50% of those investments in funds which are hedged against currency movements.

The trustee also holds corporate bonds and other fixed interest securities. The risk of default on these is assessed by various rating agencies. Some of these bond investments are issued by HM Government. The risk of default on these is lower compared to the risk on corporate bond investments, although some risk may remain. The expected yield on bond investments with fixed interest rates can be derived exactly from their market value.

#### Movements in the fair value of plan assets

|  | 30 September<br>2021<br>£000 | 30 September<br>2020<br>£000 |
|--|------------------------------|------------------------------|
| At 1 October   | 2,828,010                    | 2,827,685                    |
| Interest income  | 45,974                       | 50,111                       |
| Return on plan assets, excluding amounts included in interest income/(expense) | (95,834)                     | 37,726                       |
| Employee contributions   | 99                           | 114                          |
| Employer contributions   | 1,210                        | 1,385                        |
| Benefits paid  | (81,456)                     | (85,440)                     |
| Administrative expenses paid from plan assets                                  | (3,323)                      | (3,571)                      |
| At 30 September  | 2,694,680                    | 2,828,010                    |

#### Movements in the present value of defined benefit obligations

|  | 30 September<br>2021<br>£000 | 30 September<br>2020<br>£000 |
|--|------------------------------|------------------------------|
| At 1 October                             | 2,386,859                    | 2,380,273                    |
| Current service cost                     | 1,337                        | 1,463                        |
| Past service cost                        | 1,927                        | -                            |
| Interest expense on benefit obligations  | 38,711                       | 42,076                       |
| Remeasurements - demographic assumptions | (5,271)                      | 11,922                       |
| Remeasurements - financial assumptions   | (1,984)                      | 36,451                       |
| Remeasurements - experience adjustments  | -                            | -                            |
| Employee contributions                   | 99                           | 114                          |
| Benefits paid                            | (81,456)                     | (85,440)                     |
| At 30 September                          | 2,340,222                    | 2,386,859                    |

#### Reconciliation of scheme assets and liabilities to assets and liabilities recognised

|   | 30 September<br>2021<br>£000 | 30 September<br>2020<br>£000 |
|---|------------------------------|------------------------------|
| The amounts recognised in the statement of financial position are as follows:<br>Fair value of scheme assets<br>Present value of scheme liabilities | (2,694,680)<br>2,340,222     | (2,828,010)<br>2,386,859     |
| Defined benefit pension scheme deficit  | (354,458)                    | (441,151)                    |

#### 14. Contingent liabilities

The Company, in the normal course of business, has entered into performance bonds in relation to a number of its contracts. Where the company enters into such arrangements it does so in order to provide assurance to the beneficiary that it will fulfil its existing contractual obligations.

|  | 2021<br>£000 | 2020<br>£000 |
|--|--------------|--------------|
| Performance bonds have been taken out to the extent of | 10,230       | 11,535       |

#### 15. Related party transactions

As a wholly owned subsidiary, the Company is exempt from disclosure of transactions with group undertakings under FRS 101.

#### 16. Parent and ultimate parent undertaking

The Company's immediate parent undertaking's is Compass Group Holdings Limited.

The ultimate parent and controlling party is Compass Group PLC. This is the largest and smallest group into which the Company is consolidated.

The only group of undertakings for which group accounts are drawn up and of which the Company is a member is Compass Group PLC. Copies of the group accounts referred to above can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.