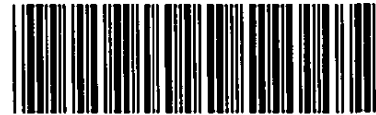


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**TRIGION SECURITY SERVICES LIMITED**  
**REPORT OF THE DIRECTORS AND**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

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**TRIGION SECURITY SERVICES LIMITED**

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**FOR THE YEAR ENDED 31 DECEMBER 2012**

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**TRIGION SECURITY SERVICES LIMITED**  
**COMPANY INFORMATION**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**DIRECTORS:**

Mrs M J Geurts  
J A Gennissen  
G Vowles

**SECRETARY**

P J Lockwood-Taylor

**REGISTERED OFFICE.**

Sargasso Level 2  
Five Arches Business Centre  
Maidstone Road  
Sidcup  
Kent  
DA14 5AE

**REGISTERED NUMBER:**

03095253

**AUDITORS:**

Ward Mackenzie  
Accountants and Statutory Auditors  
Oxford House  
15-17 Mount Ephraim Road  
Tunbridge Wells  
Kent  
TN11 1EN

**TRIGION SECURITY SERVICES LIMITED**  
**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

The directors present their report with the financial statements of the company for the year ended 31 December 2012

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of supply and maintenance of security equipment and provision of security personnel

**REVIEW OF BUSINESS**

The company enjoyed a 5 percent increase in turnover on the prior year. The growth primarily occurred in the electronic security and alarm centre services. Clients are increasingly more frequently requiring a clever combination of human surveillance, electronics and surveillance from a remote location. The company, which was previously losing money, moved into the black in 2012. Further, the company is now active in a new segment with a great deal of potential that of retail security especially shopping centres. The contracts gained in this area mostly come from clients that are already working with Facicom Cleaning Services a sister company based in the UK. The business will strengthen its position by training managers and employees in Hostmanship program designed to enhance the delivery of service throughout the company.

It is the company's intention to implement a major focus on sales and growth, including in a broader segment than the one in which we are active at present. The company is in a strong position for growth with its strength in offering a total security proposition to clients with electronic security solutions combined with manned guarding.

The immediate parent company Facicom Services Group based in the Netherlands is committed to the UK and intends to continue with further investment.

Trigion continued its commitment to its environmental policy under ISO 14001 Environmental Management Standard. The certificate not only applies to our headquarters, but also to our activities at all sites at which we provide services. This in turn is linked to our quality management system ISO 9001 for which it is also certified. Additionally it intends to upgrade its NSI silver with the NSI gold certificate. This level holds the greatest perceived value across industry and by the police, fire and rescue services and insurers.

**DIVIDENDS**

No dividends will be distributed for the year ended 31 December 2012.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 January 2012 to the date of this report.

Mrs M J Geurts  
J A Gennissen  
G Vowles

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Report of the Directors 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 judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

**TRIGION SECURITY SERVICES LIMITED**

**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued**

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.

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**AUDITORS**

The auditors, Ward Mackenzie, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**ON BEHALF OF THE BOARD**

  
P J Lockwood-Taylor - Secretary

12 March 2013

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF**  
**TRIGION SECURITY SERVICES LIMITED**

We have audited the financial statements of Trigion Security Services Limited for the year ended 31 December 2012 on pages five to nine. 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 a Report of the Auditors 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 auditors**

As explained more fully in the Statement of Directors' Responsibilities set out on pages two and three, 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 Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Report of the Directors 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.



Mr Malcolm David Gray FCCA (Senior Statutory Auditor)  
for and on behalf of Ward Mackenzie  
Accountants and Statutory Auditors  
Oxford House  
15-17 Mount Ephraim Road  
Tunbridge Wells  
Kent  
TN1 1EN

12 March 2013

**TRIGION SECURITY SERVICES LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

	Notes	31 12 12 £	31 12 11 £
<b>TURNOVER</b>		<b>6,006,977</b>	<b>5,754,642</b>
Cost of sales		<u>5,258,391</u>	<u>5,177,554</u>
<b>GROSS PROFIT</b>		<b>748,586</b>	<b>577,088</b>
Administrative expenses		<u>711,837</u>	<u>735,610</u>
		<b>36,749</b>	<b>(158,522)</b>
Other operating income		<u>65</u>	<u>157</u>
<b>OPERATING PROFIT/(LOSS)</b>	<b>3</b>	<b>36,814</b>	<b>(158,365)</b>
Profit/loss on sale of operatn		<u>-</u>	<u>2,118</u>
		<b>36,814</b>	<b>(160,483)</b>
Interest receivable and similar income		<u>360</u>	<u>-</u>
		<b>37,174</b>	<b>(160,483)</b>
Interest payable and similar charges	<b>4</b>	<u>7,357</u>	<u>12,260</u>
<b>PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>29,817</b>	<b>(172,743)</b>
Tax on profit/(loss) on ordinary activities	<b>5</b>	<u>-</u>	<u>-</u>
<b>PROFIT/(LOSS) FOR THE FINANCIAL YEAR</b>		<b>29,817</b>	<b>(172,743)</b>

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous year

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profit for the current year and the loss for the previous year

The notes form part of these financial statements

**TRIGION SECURITY SERVICES LIMITED (REGISTERED NUMBER: 03095253)**

**BALANCE SHEET**  
**31 DECEMBER 2012**

	Notes	31.12.12		31 12 11	
		£	£	£	£
<b>FIXED ASSETS</b>					
Tangible assets	6		96,345		88,527
<b>CURRENT ASSETS</b>					
Debtors	7	1,173,216		1,327,001	
Cash at bank and in hand		227,991		128,519	
		<u>1,401,207</u>		<u>1,455,520</u>	
<b>CREDITORS</b>					
Amounts falling due within one year	8	936,785		1 013,097	
<b>NET CURRENT ASSETS</b>			<u>464,422</u>		<u>442,423</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u><u>560,767</u></u>		<u><u>530,950</u></u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	9		1,000,100		1,000,100
Profit and loss account	10		(439,333)		(469,150)
<b>SHAREHOLDERS' FUNDS</b>	12		<u><u>560,767</u></u>		<u><u>530,950</u></u>

The financial statements were approved by the Board of Directors on 12 March 2013 and were signed on its behalf by

  
G Vowles - Director

  
J A Gennissen - Director

The notes form part of these financial statements

**TRIGION SECURITY SERVICES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**1 ACCOUNTING POLICIES**

**Accounting convention**

The financial statements have been prepared under the historical cost convention

**Financial Reporting Standard number 1**

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements

**Turnover**

Turnover represents net invoiced sales of goods, excluding value added tax

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

- |                     |                              |
|---------------------|------------------------------|
| Plant and machinery | - Straight line over 5 years |
| Motor vehicles      | - Straight line over 4 years |

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

**Foreign currencies**

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

**Pension costs and other post-retirement benefits**

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

**2 STAFF COSTS**

	31 12 12	31 12 11
	£	£
Wages and salaries	4,702,582	4,716,751
Social security costs	454,724	478,780
Other pension costs	15,487	18,927
	<u>5,172,793</u>	<u>5,214,458</u>

The average monthly number of employees during the year was as follows

	31 12.12	31 12 11
Management & administration	20	-
Security & guarding	166	-
	<u>186</u>	<u>-</u>

**TRIGION SECURITY SERVICES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31 DECEMBER 2012**

**3 OPERATING PROFIT/(LOSS)**

The operating profit (2011 - operating loss) is stated after charging/(crediting)

	31 12 12	31 12 11
	£	£
Depreciation - owned assets	43,641	45,431
Profit on disposal of fixed assets	(829)	(2,944)
Auditors' remuneration	6,350	6,350
	<u>12,306</u>	<u>26,806</u>

**4 INTEREST PAYABLE AND SIMILAR CHARGES**

	31 12 12	31 12 11
	£	£
Bank interest	323	258
Interest to group companies	7,034	12,002
	<u>7,357</u>	<u>12,260</u>

**5 TAXATION**

**Analysis of the tax charge**

No liability to UK corporation tax arose on ordinary activities for the year ended 31 December 2012 nor for the year ended 31 December 2011

**6 TANGIBLE FIXED ASSETS**

	Plant and machinery £	Motor vehicles £	Totals £
<b>COST</b>			
At 1 January 2012	170,052	116,760	286,812
Additions	26,605	38,263	64,868
Disposals	-	(35,184)	(35,184)
	<u>196,657</u>	<u>119,839</u>	<u>316,496</u>
At 31 December 2012	196,657	119,839	316,496
<b>DEPRECIATION</b>			
At 1 January 2012	151,040	47,245	198,285
Charge for year	16,443	27,198	43,641
Eliminated on disposal	-	(21,775)	(21,775)
	<u>167,483</u>	<u>52,668</u>	<u>220,151</u>
At 31 December 2012	167,483	52,668	220,151
<b>NET BOOK VALUE</b>			
At 31 December 2012	<u>29,174</u>	<u>67,171</u>	<u>96,345</u>
At 31 December 2011	<u>19,012</u>	<u>69,515</u>	<u>88,527</u>

**TRIGION SECURITY SERVICES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**7 DEBTORS AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.12	31 12 11
	£	£
Trade debtors	1,120,723	1,276,250
Other debtors	21,891	15,560
Prepayments and accrued income	30,602	35,191
	<u>1,173,216</u>	<u>1,327,001</u>

**8 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.12	31 12 11
	£	£
Trade creditors	120,344	136,427
Amounts owed to group undertakings	259,058	308,280
Social security and other taxes	158,783	119,882
VAT	265,156	249,980
Accruals and deferred income	133,444	198,528
	<u>936,785</u>	<u>1,013,097</u>

**9 CALLED UP SHARE CAPITAL**

Allotted and issued				
Number	Class	Nominal value	31.12.12	31 12 11
			£	£
1,000,100	Share capital 1	£1	<u>1,000,100</u>	<u>1,000,100</u>

**10 RESERVES**

	Profit and loss account £
At 1 January 2012	(469,150)
Profit for the year	<u>29,817</u>
At 31 December 2012	<u>(439,333)</u>

**11 ULTIMATE PARENT COMPANY**

The ultimate parent company is Facilicom Services Group N V a company registered in the Netherlands

**12 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	31.12.12	31 12 11
	£	£
Profit/(loss) for the financial year	29,817	(172,743)
Share issue		
<b>Net addition/(reduction) to shareholders' funds</b>	<u>29,817</u>	<u>(172,743)</u>
Opening shareholders' funds	530,950	703,693
<b>Closing shareholders' funds</b>	<u>560,767</u>	<u>530,950</u>