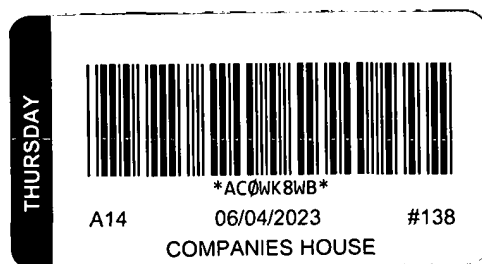


**Company Registration No. 975677**

**Hays Specialist Recruitment Limited**

**Annual Report and Financial Statements**

**For the 52 weeks ended 24 June 2022**



## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

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## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Officers and professional advisers**

##### **Directors**

A R Cox  
D Evans  
J Harrington (Retired 24 August 2022)  
J Hilton (Appointed 30 September 2022)  
J Musgrave (Appointed 24 August 2022)  
P Venables (Retired 30 September 2022)  
S Winfield

##### **Secretary**

Hays Nominees Limited

##### **Registered Office**

4<sup>th</sup> Floor  
20 Triton Street  
London  
NW1 3BF

##### **Independent Auditors**

PricewaterhouseCoopers LLP ("PwC"),  
Chartered Accountants and Statutory Auditors,  
1 Embankment Place,  
London, WC2N 6RH

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Strategic Report**

The Directors present their strategic report for Hays Specialist Recruitment Limited (the "Company") for the 52 weeks ended 24 June 2022.

##### **Principal activities**

The Company's principal activity is the operation of qualified, professional and skilled recruitment.

The Company is domiciled in the United Kingdom.

##### **Business Review**

The business performed well during the 52 week period ending 24 June 2022, with gross profit increasing by 29.4% year-on-year to £232.7m, predominantly led by a strong performance in our permanent recruitment business particularly in the private sector.

##### **Results**

The profit before taxation for the period amounted to £32.3 million (52 weeks ended 25 June 2021: profit of £11.1 million).

The profit for the financial period amounted to £28.1million (52 weeks ended 25 June 2021: profit of £13.1 million).

The Company had net assets of £114 million (2021: £136 million).

##### **Future developments**

The business made a good start to the new financial period, with our permanent recruitment business continuing to lead the way predominantly in the private sector. Despite the economic outlook in the UK deteriorating somewhat in recent months, the directors remain satisfied with the future prospects of the Company.

##### **Key performance indicators**

The key performance indicators for the Company that warrant disclosure are:

**Net Fee Growth** – Net fee growth is defined as the growth in gross profit. The period-on-period growth of the Company's net fees provides a measure of business development and growth. In the 52 week period ended 24 June 2022 net fees increased by 29% (52 week period ended 25 June 2021: 12% decrease).

**Conversion Rate** – The conversion rate is operating profit stated as a percentage of gross profit and measures how effective the Company is at controlling the costs associated with its normal operations and at managing the levels of investment in future growth. In the 52 week period to 24 June 2022 the conversion rate of 14.3% increased in comparison to the conversion rate of 6.7% in the prior 52 week period.

##### **Principal risks and uncertainties**

###### **Macroeconomic / cyclical business exposure / inflation**

The performance of the Company is closely linked to the underlying growth of the United Kingdom economy. The economic outlook in the UK has deteriorated somewhat in recent months, with high levels of inflation and increased interest rates. As a result, business confidence could be negatively impacted as they consider permanent and temporary hiring decisions, and candidate confidence may also reduce along with their propensity to change jobs. Increased inflation could also lead to significant cost pressures on our business.

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Strategic Report**

##### **Principal risks and uncertainties (continued)**

###### **Competitive environment**

In the United Kingdom the markets for the provision of permanent and temporary recruitment are highly competitive and fragmented. In these more developed markets, competitor risks manifests itself in increased competition for clients and candidates, and in pricing pressures.

###### **Commercial relationships**

The Company benefits from close commercial relationships with key clients in both the public and private sectors. Within the private sector the Company is not reliant on any one client. The public sector accounts for 28% of the Company's total gross profit (52 weeks ended 25 June 2021: 34%). The public sector market that the Company operates in includes a large number of national and local government organisations.

###### **Technology systems**

The Company is increasingly reliant on a number of technology systems to deliver its services to clients. These systems are housed in various data centres and the business has capacity to cope with a data centre loss through the establishment of disaster recovery sites that are based in separate locations to the ongoing operations. The business is also reliant upon third-party providers for support services. These relationships are monitored through service reviews and periodic audits to ensure business-critical processes are safeguarded.

###### **Regulatory environment**

In common with many other sectors, the specialist recruitment industry is now governed by an increased level of compliance within the United Kingdom and as a result our clients require a more complex level of compliance in their contractual arrangements. The Company is committed to meeting all of its regulatory responsibilities and the legal and compliance teams within the Hays Group keep the business informed as to changes in legislation that may impact the Company, and provide training and compliance programmes in key areas.

##### **Section 172 (1) Statement and Statements on engagement with employees, suppliers, customers and others**

S172 of the Companies Act requires Directors to take into consideration the interests of stakeholders in their decision making. The following describes how the directors have had regard to the matters set out in section 172 (1) of the Companies Act 2006. This section of the strategic report and the pages to which it refers, comprises the Company's section 172 (1) statement.

As a wholly owned subsidiary of Hays Specialist Recruitment (Holdings) Limited, and with Hays plc as the Company's ultimate parent, the Directors ensure that decisions are beneficial to all the Company's stakeholders as well as having regard to the long-term sustainable success of the Company as a whole. The Board members receive reports throughout the year which include papers relating to business and financial performance, as well as highlighting any emerging matters and concerns.

The Company is a commercial organisation and aims to provide the best possible service to its clients and pursue the best possible economic return for shareholders. However, in making economic decisions, the Company has regard to the impact of those decisions on other stakeholders, including society and the wider environment.

**Employees** - Our people are our greatest asset. We invest substantially in training and culture to ensure Hays is a great place to work

**Candidates** - We connect candidates with the world of work. By building long-term relationships we enable their career ambitions

## Hays Specialist Recruitment Limited

### Annual Report and Financial Statements for the 52 weeks ended 24 June 2022

#### Strategic Report

##### **Section 172 (1) Statement and Statements on engagement with employees, suppliers, customers and others (continued)**

Clients - We consult with our clients, understanding their needs to achieve lasting impacts

Communities and Governments - We seek to have a positive impact on communities by providing career advice and training. We work with Governments globally to ensure worker tax and regulation compliance

Environment - We seek to reduce our environmental impact year-on-year

Suppliers - We are committed to treating all our suppliers fairly and with respect

Industry bodies – We engage and support representative bodies within the recruitment industry wherever possible.

The Board fulfils its S172 duties by applying Hays plc group policies and procedures. Its decision making is underpinned by the group's purpose and values. The size and spread of both our stakeholders and Hays plc group means our engagement best takes place at an operational or group level rather than as an individual company.

The Executive Board which meets on a monthly basis is responsible for day to day management of our business and operations, responsibility for monitoring detailed performance of all aspects of our business. Each member has a clearly defined remit, business objectives and financial budget within which they operate.

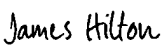
The Operations Board comprising members of the regional UK and Ireland business and functional managers also meet on a monthly basis to discuss matters of strategic and operational importance for the region. Each business is given operational autonomy, as far as possible, within a well-established internal control framework which consists of, among other things, a Group-wide set of policies on anti-bribery and corruption, competition compliance, conduct and ethics, equality, diversity & inclusion and whistleblowing.

During FY22, the Operations Board reviewed, among other things, business strategy and associated performance, received reports on the operational and financial performance for the region and received regular updates on employee engagement activities including Wellbeing@Hays initiative, Hays Helps, learning and development programmes, equity, diversity and inclusion and succession planning.

##### **Section 172 (1) Statement and Statements on engagement with employees, suppliers, customers and others (continued)**

Further details of Hays plc group policies and practices can be found online at [www.haysplc.com](http://www.haysplc.com). Further information about Hays plc's business relationship with customers, suppliers and other stakeholders can be found on pages 84 to 88 of the Group Annual Report.

Approved by the Board of Directors and signed by order of the board,

DocuSigned by:  
  
244500B5D1F443E...

J Hilton

Director

31 March 2023

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Directors' Report**

The directors present their annual report and audited financial statements for the Company for the 52 weeks ended 24 June 2022.

##### **Directors**

The directors of the company who were in office during the period and up to the date of signing the financial statements are set out on page 1.

##### **Financial risk management objectives and policies**

The Company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk.

##### **Credit risk**

The Company's principal financial assets are cash and trade and other receivables. The Company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The Company has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

##### **Cash flow risk**

The Company had access to a £210 million revolving credit facility in place for Hays plc, and via the parent used this facility to manage the day-to-day working capital requirements as appropriate for the 52 week period ended 24th June 2022.

##### **Liquidity risk**

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses a mixture of long-term and short-term debt finance.

##### **Dividends**

During the period the company did not receive any dividends from subsidiary undertakings (52 weeks ended 25 June 2021: nil) but paid dividends £50,000,000 (2021: nil) to the immediate parent company, Hays Specialist Recruitment (Holdings) Limited.

##### **Payments to creditors**

It is the Company's normal practice to make payments to suppliers in accordance with agreed terms provided that the supplier has performed in accordance with the relevant terms and conditions.

Trade creditor days as at 24 June 2022 were an average of 59 days (2021: 55 days).

##### **Directors' indemnities**

The Company continues to maintain third party directors' and officers' liability insurance for the benefit of its directors. There were no directors' indemnities during the 52 weeks ended 24 June 2022 (2021: nil).

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Directors' Report**

##### **Charitable and political donations**

Donations to charitable and political organisations amounted to nil (2021: nil).

##### **Employment of disabled persons**

The Company adheres to the Hays Group policy relating to the employment of disabled persons, which is:

1. to give full and fair consideration to any application for employment made by a disabled person on the same basis as other potential employees, having regard to their aptitude and ability to do the work and any health and safety considerations;
2. to retain in employment whenever possible any member of staff who becomes disabled during employment and if necessary, provide appropriate training for alternative work; and
3. to provide for disabled persons equal opportunity with other staff for training, career development and promotion within their capability.

##### **Employee Involvement**

It is company policy that there should be effective communication with all employees who, subject to practical and commercial considerations, should be consulted on and involved in the decisions that affect their current jobs or future prospects.

To ensure that employees remain engaged in our business, an annual employee engagement survey is carried out each year. This allows employees to voice their views and opinions on all aspects of their workplace environment, training and development, work culture, leadership and client relations.

##### **Going concern**

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The directors have considered the key areas of risk and uncertainty when making their assessment. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details are given in the Going concern section in note 2 of the Financial Statements.

As stated under 'Cash Flow Risk', the Company will continue to use the Hays plc facility via Hays Specialist Recruitment Limited to manage all future working capital requirements.

##### **Strategic Report**

The information that fulfils the requirement of Section 414C (11) of the Companies Act 2006 is included in the Strategic Report. This includes a review of the development of the Company during the 52 week period, of its position at the end of the period and of the likely future development in its business.

##### **Independent Auditors**

The auditors PricewaterhouseCoopers LLP ("PwC") have expressed its willingness to continue in office as Auditors and is deemed to be re-appointed in accordance with section 487 of the Companies Act 2006.

## Hays Specialist Recruitment Limited

### Annual Report and Financial Statements for the 52 weeks ended 24 June 2022

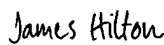
#### Directors' Report

##### Statement of Corporate Governance arrangements

The Company does not follow any recognised external corporate governance code. The Company's ultimate parent company is Hays plc, a company listed on the London Stock Exchange which has applied the main principles of the UK Corporate Governance Code 2018; details can be found on pages 55 to 134 in the Hays plc Annual Report for FY22 which can be found on [www.haysplc.com](http://www.haysplc.com). The principles applying to Hays plc are cascaded and replicated, to the extent possible, throughout the Hays group and its network of subsidiaries.

The Company thus follows its own mature governance process as a result of the processes established at the Group level. As described in the sec. 172 statement in the Strategic Report, Directors receive reports throughout the year which include papers relating to business and financial performance, as well as highlighting any emerging matters and concerns.

Approved by the Board of Directors and signed by order of the board.

DocuSigned by:  
  
24450085D1F443E...  
J Hilton

Director

31 March 2023

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Statement of directors' responsibilities**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

#### **Directors' confirmations**

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

# Hays Specialist Recruitment Limited

## Annual Report and Financial Statements for the 52 weeks ended 24 June 2022

### Independent auditors' report to the members of Hays Specialist Recruitment Limited

#### Report on the audit of the financial statements

#### Opinion

In our opinion, Hays Specialist Recruitment Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 24 June 2022 and of its profit for the 52 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance sheet as at 24 June 2022; the Income statement, the Statement of comprehensive income and the Statement of changes in equity for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, as applicable to other entities of public interest, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

To the best of our knowledge and belief, we declare that non-audit services prohibited by the FRC's Ethical Standard were not provided.

We have provided no non-audit services to the company in the period under audit.

#### Conclusions relating to going concern

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- Obtaining the Directors' cash flow forecasts for the Going Concern period and validating the underlying cash flow projections by challenging the basis of the judgments applied and verifying that it is consistent with our existing knowledge and understanding of the business;
- Testing the mathematical accuracy of the Directors' cash flow forecast;
- Reviewing the Directors' identified available mitigating factors where required and included within the cash flow forecast including group facilities and available support; and
- Assessing the adequacy of the disclosure provided in note 2 of the Financial Statements.

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Independent auditors' report to the members of Hays Specialist Recruitment Limited (continued)**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

#### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

#### **Strategic report and Directors' report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the period ended 24 June 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

#### **Responsibilities for the financial statements and the audit** **Responsibilities of the directors for the financial statements**

As explained more fully in the Statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

In preparing the financial statements, the directors are responsible for 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

#### **Independent auditors' report to the members of Hays Specialist Recruitment Limited (continued)**

##### **Auditors' responsibilities for the audit of the financial statements**

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 an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to employment legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006 and tax regulations. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journals to manipulate financial results and potential management bias in accounting estimates. Audit procedures performed by the engagement team included:

- identifying and testing journal entries, in particular journal entries posted with unusual account combinations to income or expenditure accounts, and understanding and evaluating any significant transactions outside the normal course of business;
- challenging assumptions and judgements made by management in their significant accounting estimates;
- enquiry of management and the board of directors, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- reading minutes of meetings of the board of directors; and
- assessing financial statement disclosures, and testing to supporting documentation, for compliance with applicable laws and regulations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

##### **Use of this report**

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## **Hays Specialist Recruitment Limited**

### **Annual Report and Financial Statements for the 52 weeks ended 24 June 2022**

### **Independent auditors' report to the members of Hays Specialist Recruitment Limited (continued)**

#### **Other required reporting**

##### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Jonathan Sturges (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
31<sup>st</sup> March 2023

**Hays Specialist Recruitment Limited**  
**Income statement for the 52 week period ended 24 June 2022 (for the**  
**52 week period ended 25 June 2021)**

	Note	2022 £'000	2021 £'000
Turnover	4	1,439,409	1,353,936
Cost of sales		(1,206,679)	(1,174,141)
<b>Gross profit</b>		<u>232,730</u>	<u>179,795</u>
Administrative expenses	5	(199,434)	(167,659)
<b>Operating profit</b>	5	<u>33,296</u>	<u>12,136</u>
Finance costs	6	(966)	(1,047)
<b>Profit before taxation</b>		<u>32,330</u>	<u>11,089</u>
Tax on profit	8	(4,256)	2,022
<b>Profit for the financial period</b>		<u><u>28,074</u></u>	<u><u>13,111</u></u>

Turnover and operating profit are all derived from continuing operations.

**Statement of comprehensive income for the 52 week period ended 24**  
**June 2022 (for the 52 week period ended 25 June 2021)**

	Note	2022 £'000	2021 £'000
Profit for the financial period		<u>28,074</u>	<u>13,111</u>
<b>Other comprehensive income that will not be reclassified to profit &amp; loss:</b>			
Total income tax (expense) / credit recognised in other comprehensive income	8	-	-
Other comprehensive income for the period net of tax		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the financial period</b>		<u><u>28,074</u></u>	<u><u>13,111</u></u>


## Hays Specialist Recruitment Limited

### Balance sheet as at 24 June 2022 (as at 25 June 2021)

	Note	2022 £'000	2021 £'000
<b>Fixed assets</b>			
Goodwill	9	18,103	18,103
Other intangibles	10	8,595	6,762
Property, plant and equipment	11	6,825	5,991
Right-of-use-assets	17	32,429	35,984
		<u>65,952</u>	<u>66,840</u>
<b>Current assets</b>			
Trade and other receivables: amounts falling due within one year	12	260,618	307,152
Trade and other receivables: amounts falling due after more than one year	12	-	775
Deferred tax	12	6,292	6,633
Cash at bank and in hand		48,618	179
		<u>315,528</u>	<u>314,739</u>
<b>Current liabilities</b>			
Trade and other payables	13	(231,170)	(205,875)
Lease Liabilities	17	(9,305)	(8,451)
		<u>75,053</u>	<u>100,413</u>
<b>Net current assets</b>			
<b>Non-current liabilities</b>			
Lease Liabilities	17	(26,928)	(31,250)
<b>Total assets less total liabilities</b>		<u>114,077</u>	<u>136,003</u>
<b>Net assets</b>		<u>114,077</u>	<u>136,003</u>
<b>Equity</b>			
Called up share capital	16	-	-
Retained earnings		114,077	136,003
		<u>114,077</u>	<u>136,003</u>
<b>Total shareholders' funds</b>		<u>114,077</u>	<u>136,003</u>

These financial statements of Hays Specialist Recruitment Limited (registered number 975677) on pages 13 to 31 were approved by the Board of Directors and authorised for issue on 31 March 2023.

Signed on behalf of the Board of Directors

DocuSigned by:  
  
 52299E995828420...  
 J Musgrave  
 Director

## Hays Specialist Recruitment Limited

### Statement of changes in equity for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

	Called up share capital £'000	Retained earnings £'000	Total Shareholders' funds £'000
At 1 July 2021	-	136,003	136,003
Profit for the financial period	-	28,074	28,074
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the period		28,074	28,074
Dividend Paid		(50,000)	(50,000)
	<hr/>	<hr/>	<hr/>
At 30 June 2022	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

	Called up share capital £'000	Retained earnings £'000	Total Shareholders' funds £'000
At 27 June 2020	-	122,892	122,892
Profit for the financial period	-	13,111	13,111
Other comprehensive income for the period	-	-	-
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the period	-	13,111	13,111
Dividend Paid	-	-	-
	<hr/>	<hr/>	<hr/>
At 30 June 2021	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 1. General information

Hays Specialist Recruitment Limited is a company incorporated in the United Kingdom under the Companies Act 2006.

The Company is a private company limited by shares and is registered in England and Wales. The address of the Company's registered office is shown on page 1.

The nature of the Company's operations and its principal activities are set out in the Strategic Report on page 2.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

These financial statements are separate financial statements. The Group financial statements of Hays plc are available to the public and can be obtained as set out in note 21.

#### New standards and interpretations

The Company's financial statements have been prepared on the basis of the accounting policies and methods of computation applicable for the period ended 30 June 2022. The accounting policies are consistent with those applied in the preparation of the financial statements for the 52 week period ended 24 June 2021 with the exception of the following new accounting standards, amendments and interpretations which were mandatory for accounting periods beginning on or after 1 January 2020:

- Amendments to IAS 1 'Presentation of Financial Statements' and IAS 8 'Accounting Policies', changes in accounting estimates and errors – Definition of material (effective 1 January 2020);
- IFRS 3 (amendments) 'Business Combinations' (effective 1 January 2020);
- Amendments to IFRS 9, IAS 39, and IFRS 17 – Interest rate benchmark reform (effective 1 January 2020); and
- Amendments to the Conceptual framework (effective 1 January 2020).

The Company has not yet adopted certain new standards, amendments and interpretations to existing standards, which have been published but which are only effective for the accounting periods beginning on or after 1 July 2021. These new pronouncements are listed as follows:

- IFRS 17 'Insurance contracts' (effective 1 January 2023); and
- IAS 1 (amendments) 'Presentation of Financial Statements', on classification of liabilities (effective 1 January 2023).

The directors are currently evaluating the impact of the adoption of all other standards, amendments and interpretations but do not expect them to have a material impact on the Company's operations or results.

The Company's principal accounting policies adopted in the presentation of these Financial Statements are set out below and have been consistently applied to all the periods presented.

## **Hays Specialist Recruitment Limited**

### **Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)**

#### **2. Significant accounting policies**

##### **Basis of accounting**

The financial statements of Hays Specialist Recruitment Limited have been prepared in accordance with United Kingdom accounting standards, including Financial Reporting Standard 101 and Reduced Disclosure framework (FRS 101) - The Financial reporting standard applicable in the United Kingdom and Republic of Ireland' and with the Companies Act 2006.

They have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards and Law.

The particular accounting policies adopted are described below and have been applied consistently in the current and preceding periods.

As permitted by FRS101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to certain disclosures regarding the Company's capital, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, certain related party transactions, financial instruments, and asset recoverability.

The Company has also taken advantage of the disclosure exemption, as permitted by FRS101, regarding the effect of future accounting standards not yet adopted.

The accounting reference date of the company is 30 June 2022 (2021: 30 June 2021), the company has prepared its financial statements to 24 June 2022 (2021: 25 June 2021).

##### **Going concern**

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the review of the business on pages 2 to 6. The financial position of the Company, its cash flows and liquidity position are described in the Directors' Report. As stated under 'Cash Flow Risk', the Company will continue to use the group facilities to manage all future working capital requirements.

The directors have considered whether the Company has adequate financial resources to provide sufficient sources of liquidity to fund its current operations, including its contractual and commercial commitments and its approved capital expenditure. Together with internally generated cash flows, and in combination with the letter of support received from its ultimate parent company Hays plc that covers the period of assessment of at least 12 months from the date the accounts are signed, the Company is well placed to manage its business risks successfully. The directors have considered the ability of the parent to provide support if required.

After making enquiries, the directors have formed the judgment, at the time of approving the financial statements, that there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the directors continue to adopt the going concern basis in preparing the financial statements.

##### **Turnover**

Turnover is measured at the fair value of the consideration received or receivable at the point in time and represents amounts receivable for services provided in the normal course of business, net of discounts, VAT and other sales-related taxes.

Turnover arising from the placement of permanent candidates, including turnover arising from Recruitment Process Outsourcing (RPO) services, is recognised at the point in time the candidate commences full-time employment. Where a permanent candidate starts employment but does not work for the specified contractual period, a provision is made in respect of the required refund or credit note due to the client. The revenue recognised from a permanent placement is typically based on a percentage of the candidates remuneration package. Turnover arising from RPO services may also include management fees, which are recognised on a contractual basis upon delivery.

Turnover arising from temporary placements, including turnover arising from Managed Service Programme (MSP) services, is recognised at the point in time that temporary workers are provided.

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 2. Significant accounting policies (continued)

##### Turnover (continued)

Where the Company is acting as a principal, turnover represents the amounts billed for the services of the temporary workers, including the remuneration costs of the temporary workers. The commission included within the revenue recognised arising from temporary placements is typically based on a percentage of the placements hourly rate.

Where the Company acts as principal in arrangements that invoice on the costs incurred with other recruitment agencies as part of the MSP service provided and manage the recruitment supply chain, turnover represents amounts invoiced on from other recruitment agencies, including arrangements where no commission is directly receivable by the Company.

Where the Company is acting as an agent in arrangements that invoice on behalf of other recruitment agencies as part of the MSP service provided, turnover represents commission receivable relating to the supply of temporary workers and does not include the remuneration costs of the other agency temporary workers.

The critical accounting judgment in respect of revenue recognition is described further in note 3 to the Financial Statements.

##### Gross profit

Gross profit (also called Net fees) represents turnover less the remuneration costs of temporary workers for temporary assignments and remuneration of other recruitment agencies. For the placement of permanent candidates, net fees are equal to turnover.

##### Taxation

The tax expense is recognised in the Income Statement, Statement of Comprehensive Income or directly to equity, according to the accounting treatment of the related transaction giving rise to the tax. The tax expense comprises both current and deferred tax.

Current tax is the tax payable based on taxable profit for the year. Taxable profit differs from profit as reported in the Consolidated Income Statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. Current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are generally recognised on all temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the temporary differences can be utilised.

Deferred tax is not recognised for temporary differences arising from the initial recognition of goodwill or initial recognition of other assets or liabilities in a transaction (other than a business combination), that affects neither accounting profit nor taxable profit. Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates except where the Company is able to control the reversal of the temporary differences and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amounts of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be recovered. Unrecognised deferred tax assets are also reassessed each balance sheet date and recognised where it has become probable that future taxable profits are available against which the asset can be recovered.

Deferred tax is provided using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 2. Significant accounting policies (continued)

##### Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses represents the excess of the purchase consideration less the fair value of the identifiable tangible and intangible assets and liabilities acquired.

Goodwill is recognised as an asset and reviewed for impairment at least annually. For the purpose of impairment testing, assets are grouped at the lowest level for which there are separately identifiable cash flows, known as cash-generating units (CGUs). Any impairment is recognised immediately in the income statement and is not subsequently reversed.

The company does not amortise goodwill in accordance with the requirements of IFRS as applied under FRS 101. The non-amortisation of goodwill conflicts with paragraph 22 of Schedule 1 to 'The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008' (SI 2008/410), which requires acquired goodwill to be written off over its useful economic life. As such, the non-amortisation of goodwill is a departure, for the overriding purpose of giving a true and fair view, from the requirement of paragraph 22 of Schedule 1 to the Regulations.

It is not possible to quantify the effect of the departure from the Companies Act, because a finite life for the goodwill has not been identified. However, the effect of amortising over a useful life of 10 years would mean that the asset would have been fully depreciated and hence result in a charge of £nil against operating profit, and a reduction of £nil in the carrying value of goodwill in the balance sheet.

##### Intangible assets

Intangible assets are stated in the balance sheet at the directly attributable costs of creation of the asset, less accumulated amortisation and any provision for impairment. Cost includes the original purchase price of the assets and the costs attributable to bring the asset to its working condition for its intended use. The directors review intangible assets for indicators of impairment annually. Software incorporated into major ERP implementations that support the recruitment process and financial reporting process is amortised on a straight line basis over a life of up to seven years. Other software is amortised on a straight line basis over a life of up to seven years.

##### Investments in subsidiaries

Shares in subsidiaries are valued at cost less provision for impairment. The directors review the investments for indications of impairment annually. Any impairment is recognised immediately in the income statement.

##### Property, plant and equipment

Property, plant, and equipment is recorded at historical purchase cost, net of depreciation and any provision for impairment. Cost includes the original purchase price of the assets and the costs attributable to bring the asset to its working condition for its intended use. Depreciation is provided on a straight-line basis over the estimated useful lives of the assets, after they have been brought into use, at the following annual rates:

Freehold property	2.0%
Plant and machinery	At rates varying between 14.0% and 33.0%
Fixtures and fittings	20.0%

##### Leases

Under IFRS 16 Leases, the company has recognised a right-of-use asset and a lease liability for all applicable leases. Within the Income Statement, operating lease rentals charges have been replaced with depreciation and interest expense.

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 2. Significant accounting policies (continued)

##### Provisions

A provision is recognised when the Company has a present legal or constructive obligation as a result of a past event for which it is probable that an outflow of resources will be required to settle the obligation and when the amount can be reliably estimated.

If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the liability.

##### Retirement benefit costs

Hays Specialist Recruitment Limited operates a defined contribution scheme under which the amount charged to the income statement in respect of pension costs and other post-retirement benefits is the contributions payable in the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

The Company participates in a group defined benefit scheme which is the legal responsibility of the ultimate parent as the sponsoring employer. There is no contractual agreement or stated policy for charging the net defined benefit cost. In accordance with IAS 19 (Revised 2011), the Company recognises a cost equal to its contribution payable for the period, which is presented within administrative expenses in the income statement.

##### Dividends

Dividends are recognised in the period that they are declared and approved.

##### Employee costs

Where employees have a contract of employment with the entity but are allocated and work full time on other group entities these are disclosed in the relevant subsidiary as no costs are borne by this entity

##### Share-based payments

The fair value of all share-based remuneration which is assessed upon market based performance criteria is determined at the date of grant and recognised as an expense in the income statement on a straight-line basis over the vesting period, taking account of the estimated number of shares that will vest.

The fair value of all share-based remuneration which is assessed upon non-market based performance criteria is determined at the date of the grant and recognised as an expense in the income statement over the vesting period based on the number of shares which are expected to vest. The number of shares which are expected to vest is adjusted accordingly to the satisfaction of the performance criteria at each period end.

The fair values are determined by use of the relevant valuation models. All share-based remuneration is equity-settled.

Where the Company's parent company has granted rights to its equity instruments to employees of the Company, such arrangements are accounted for as equity-settled share-based payment arrangements. In such instances a capital contribution is recognised to the extent that the Company is not recharged by its parent.

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The fair value excludes the effect of non-market-based vesting conditions.

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 2. Significant accounting policies (continued)

##### Share-based payments (continued)

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest. At each balance sheet date, the Company revises its estimate of the number of equity instruments expected to vest as a result of the effect of non-market-based vesting conditions. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to equity reserves.

##### Trade and other receivables

Trade and other receivables are amounts due from customers for services performed in the ordinary course of business.

Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

An allowance for impairment is made to both trade receivables and accrued income based on historical credit loss experience adjusted for forward-looking factors specific to the debtors and economic environment, as evidence of a likely reduction in the recoverability of the cash flows.

##### Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

##### Government grants

Government grant is recognised only when there is reasonable assurance that the Company will comply with any conditions attached to the grant and that the grant will be received. The grant is recognised net against the related costs for the period in which they are intended to compensate.

#### 3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

##### Critical judgements in applying the Company's accounting policies

The following are the critical judgements that the directors have made in the process of applying the Company's accounting policies, and that have the most significant effect on the amounts recognised in financial statements.

##### Revenue recognition – Critical judgment

The main areas of judgment in revenue recognition relate to (i) cut-off as revenue is recognised for permanent placements on the day a candidate starts work and temporary placement income over the duration of the placement; and (ii) the recognition of temporary contractual arrangements where Hays act on a gross basis (principal basis) rather than a net basis (agent basis).

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 3. Critical accounting judgements and key sources of estimation uncertainty (continued)

##### Critical judgements in applying the Company's accounting policies (continued)

The factors considered by management on a contract-by-contract basis when concluding the Company is acting as principal rather than agent are as follows:

- The client has a direct relationship with Hays;
- Hays has the primary responsibility for providing the services to the client, and engages and contracts directly with the temporary worker and other recruitment companies;
- Hays has latitude in establishing the rates directly or indirectly with all parties; and
- Hays bears the credit risk on the receivable due from the client.

Turnover and Gross profit are described in note 2 to the Financial Statements.

##### Provisions in respect of recoverability of trade debtors – Critical estimate

Provisions for impairment of trade debtors have been made. In reviewing the appropriateness of these provisions, consideration has been given to the ageing of the debt and the potential likelihood of default, taking into account current and future economic conditions.

The amounts presented in the Balance Sheet are net of allowances for doubtful receivables. An impairment analysis is performed using a provision matrix to measure the expected credit losses. An allowance for impairment is made based on historical credit loss experience adjusted for forward looking factors specific to the debtors and economic environment, is evidence of a likely reduction in the recoverability of the cash flows.

Revenue from sales where retrospective volume discounts are agreed with the customer is recognised based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts, using the expected value method, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

#### 4. Turnover

Turnover comprises amounts receivable for recruitment services supplied wholly within the UK and is stated net of allowances, rebates, credits and value added tax.

#### 5. Operating profit

Operating profit is stated after charging / (crediting):

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Staff costs (note 7)	151,356	126,608
Amortisation of intangible assets (note 10)	2,285	2,306
Depreciation of property, plant and equipment (note 11)	1,492	1,692
Loss on disposal of property, plant and equipment	230	103
Loss on disposal of intangible assets	-	49
Impairment loss recognised on trade receivables	1,200	1,475
Depreciation of right-of-use assets	8,561	8,894
Depreciation of right-of-use assets charged to other group companies	(977)	(942)
Management charge/(credit) from ultimate parent company	6,103	2,679

The fees payable to the Company's auditors for the audit of the Company's annual financial statements amounted to £134,000 for the 52 weeks ended 24 June 2022 (2021: £124,980). There were no non-audit fees in either the current or prior period.

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 6. Finance costs

	2022 £'000	2021 £'000
Interest payable to other group companies	966	1,047

#### 7. Information regarding directors and employees

	2022 Number	2021 Number
<b>The average monthly number of employees (including directors) was:</b>		
Sales and marketing	1,609	1,404
Administration	932	870
	<u>2,541</u>	<u>2,274</u>

	2022 £'000	2021 £'000
<b>Staff costs during the period (including directors):</b>		
Wages and salaries	133,057	112,405
Social security costs	14,510	11,817
Other Pension costs	3,789	3,957
Furlough credit	-	(1,571)
	<u>151,356</u>	<u>126,608</u>

	2022 £'000	2021 £'000
<b>Directors' remuneration</b>		
Wages and salaries	756	654
Amounts receivable under long-term incentive schemes	93	99
Company contributions to money purchase pension schemes	50	49
	<u>899</u>	<u>802</u>

Number of directors who:

	2022 No.	2021 No.
Have received awards during the period in the form of shares under long-term incentive schemes	2	2
Are members of a money purchase pension scheme	2	2
Exercised options over shares in the ultimate parent company	2	2

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 7. Information regarding directors and employees (continued)

	2022 £'000	2021 £'000
Highest paid director:		
Emoluments	429	384
Amounts receivable under long-term incentive schemes	47	49
Company contributions to money purchase pension schemes	27	27
	<u>503</u>	<u>460</u>

During the year the highest paid director was entitled to receive shares under a long term incentive scheme. No directors of the Company had an accrued pension as a result of the defined benefit arrangement in the current or prior period. A R Cox, P Venables and D Evans did not receive any remuneration from the Company in respect of qualifying services for the Company. Details of A R Cox and P Venables emoluments as directors of Hays plc are disclosed in the Annual Report and Financial Statements of Hays plc. In addition to the above costs, there are 104 (2021: 87) employees whose costs are recharged and borne by other group entities in their entirety.

#### 8. Tax on profit

##### A: Tax on profit:

	2022 £'000	2021 £'000
<b>Current tax:</b>		
Current tax expense in respect of the current period	(3,835)	(3,515)
Adjustments recognised in the current period in relation to the current tax of prior periods	188	242
Total current tax for the period	<u>(3,647)</u>	<u>(3,273)</u>
<b>Deferred tax:</b>		
Total deferred tax expense in respect of the current period	(398)	5,465
Adjustments recognised in the current period in relation to the deferred tax of prior period	57	(170)
Other taxes	(268)	-
Total deferred tax for the period	<u>(609)</u>	<u>5,295</u>
Total income tax (expense)/credit recognised in the income statement in the current period	<u>(4,256)</u>	<u>2,022</u>

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

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

##### B: Reconciliation of tax charges:

	2022 £'000	2021 £'000
Profit before tax	32,330	11,089
Income tax expense calculated at 19.00% (2021: 19.00%)	(6,143)	(2,107)
Net effect of items that are non-deductible in determining taxable profit	40	(272)
Effect of items - Other	(270)	-
Effect of timing differences not recognised for deferred tax	2,273	-
Effect of timing differences previously unrecognised for deferred tax assets	-	3,368
Effect of changes in tax rates	-	1,035
Effect of share based payment charges and share options	(403)	(74)
	(4,501)	1,950
Adjustments recognised in the current period in relation to the current and deferred tax of prior periods	245	72
Income tax expense recognised in the income statement	(4,256)	2,022

The tax rate used for 2022 is the corporate tax rate of 19.00% (2021: 19.00%) payable by corporate entities in the United Kingdom on taxable profits under tax law in that jurisdiction. In the Spring Budget 2021, the UK Government announced an increase in the UK corporation from 19% to 25% with effect from 1 April 2023. This was substantially enacted in May 2021.

##### Income tax recognised in other comprehensive income

	2022 £'000	2021 £'000
Current tax:		
Current tax credit on share based payment charges and share options	-	-
Deferred tax:		
Deferred tax charge on share based payment charges and share Options	-	-
Total income tax credit recognised in other comprehensive Income	-	-

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 9. Goodwill

	<b>£'000</b>
Cost and net book value	
At 30 June 2022 and 30 June 2021	<b>18,103</b>

#### 10. Other intangibles

	<b>£'000</b>
<b>Cost</b>	
At 1 July 2021	87,920
Additions	4,118
Disposals	(13)
<b>At 30 June 2022</b>	<b>92,025</b>
<b>Accumulated amortisation</b>	
At 1 July 2021	81,158
Charge for the period	2,285
Disposals	(13)
<b>At 30 June 2022</b>	<b>83,430</b>
<b>Net book value</b>	
<b>At 30 June 2022</b>	<b>8,595</b>
At 30 June 2021	6,762

All other intangibles relate to computer software.

#### 11. Property, plant and equipment

	Freehold property £'000	Plant and machinery £'000	Fixtures and fittings £'000	Total £'000
<b>Cost</b>				
At 1 July 2021	67	16,334	10,033	26,434
Additions	-	2,082	483	2,565
Disposals	-	(3,012)	(328)	(3,340)
<b>At 30 June 2022</b>	<b>67</b>	<b>15,404</b>	<b>10,188</b>	<b>25,659</b>
<b>Accumulated depreciation</b>				
At 1 July 2021	55	11,474	8,914	20,443
Charge for the period	1	1,188	304	1,493
Disposals	(1)	(2,777)	(324)	(3,102)
<b>At 30 June 2022</b>	<b>55</b>	<b>9,885</b>	<b>8,894</b>	<b>18,834</b>
<b>Net book value</b>				
<b>At 30 June 2022</b>	<b>12</b>	<b>5,519</b>	<b>1,294</b>	<b>6,825</b>
At 30 June 2021	12	4,860	1,119	5,991

Included in the above fixed asset additions are assets under construction of £107,000 (2021: £1,791,000).

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 12. Trade and other receivables

##### Amounts falling due within one year

	2022 £'000	2021 £'000
Trade debtors	166,762	144,074
Amounts owed by ultimate parent company	8,843	81,608
Amounts owed by immediate parent company	11,053	11,048
Amounts owed by other group companies	5,069	9,365
Prepayments and accrued income	68,891	61,057
	<u>260,618</u>	<u>307,152</u>

Amounts owed by group companies are repayable on demand, unsecured and non-interest bearing.

##### Amounts falling due after more than one year

	2022 £'000	2021 £'000
Deferred tax (see note 14)	6,292	6,633
Prepayments and accrued income	-	775
	<u>6,292</u>	<u>7,408</u>

#### 13. Trade and other payables

	2022 £'000	2021 £'000
Trade creditors	56,082	40,395
Amounts owed to other group companies	37,381	32,208
Corporate tax payable	6,635	3,005
Other creditors	47,538	43,435
Provisions for liabilities (note 15)	11,391	2,600
Accruals and deferred income	72,143	84,232
	<u>231,170</u>	<u>205,875</u>

All amounts owed to other group companies are repayable on demand and are unsecured. The Company is charged interest at a rate of 1.0% above the three-month LIBOR rate on £nil (2021: £nil) of the inter-company balance with other group companies. The corporation tax balance of £6,635k is expected to be settled by group relief or by the UK tax group payment arrangement. Amounts relating to provisions for dilapidations have been recorded within provisions for liabilities in the current year (2022: £4,391k), whilst in the prior year these were recorded in accruals (2021: £4,747k).

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 14. Deferred tax asset

	Accelerated capital allowances £'000	Share- based payments £'000	Other £'000	Total £'000
Balance at 25 June 2021	5,018	1,615	-	6,633
(Charged)/Credited to the income statement	(539)	129	69	(341)
Charge to other comprehensive income	-	-	-	-
<b>Balance at 24 June 2022</b>	<b>4,479</b>	<b>1,744</b>	<b>69</b>	<b>6,292</b>

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the periods in which they reverse, being the rates enacted or substantially enacted for those relevant periods. Following the legislated increase in the main UK corporation tax rate from 19% to 25% which was substantively enacted in May 2021 and has effect from 1 April 2023, the UK deferred tax balances were remeasured as at 30 June 2021 and continue to be measured at the tax rates that would apply in the period they are expected to reverse. Although the UK Government announced in September 2022 that the rate would no longer increase and remain at 19% from 1 April 2023, this was subsequently reversed by the UK Government in October 2022, such that the increase from 19% to 25% will continue to come into effect from 1 April 2023. Therefore, this has no impact on the UK deferred tax balances.

#### Unrecognised deductible temporary differences, unused tax losses and unused tax credits

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:

	Gross 2022 £'000	Tax 2022 £'000	Gross 2021 £'000	Tax 2021 £'000
Unrecognised deductible temporary differences	21,332	5,333	33,400	8,350

#### 15. Provisions for liabilities

	2022 £'000	2021 £'000
Opening balance	2,600	1,769
Increase in provision	8,791	2,600
Utilisation of provision	-	(1,769)
Closing balance	11,391	2,600

#### 16. Called up share capital

	2022 £	2021 £
Called up, and fully paid:		
100 (2021:100) ordinary shares of £1 each	100	100

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 17. Lease accounting under IFRS16

	Property £'000	Motor Vehicles £'000	Total ROU Assets £'000	Lease Liabilities £'000
At 26 June 2021	33,571	2,413	35,984	(39,701)
Lease additions	5,197	1,293	6,490	(6,490)
Lease disposals	(1,442)	(42)	(1,484)	896
Depreciation of right-of-use lease assets	(7,373)	(1,188)	(8,561)	-
Lease liability principal repayments	-	-	-	10,041
Interest on lease liabilities	-	-	-	(978)
<b>At 24 June 2022</b>	<b>29,953</b>	<b>2,476</b>	<b>32,429</b>	<b>(36,233)</b>

	Property £'000	Motor Vehicles £'000	Total ROU Assets £'000	Lease Liabilities £'000
At 27 June 2020	37,015	2,391	39,406	(43,668)
Lease additions	4,509	1,194	5,703	(5,708)
Lease disposals	(157)	(75)	(232)	385
Depreciation of right-of-use lease assets	(7,796)	(1,097)	(8,894)	-
Lease liability principal repayments	-	-	-	10,339
Interest on lease liabilities	-	-	-	(1,049)
<b>At 25 June 2021</b>	<b>33,571</b>	<b>2,413</b>	<b>35,983</b>	<b>(39,701)</b>

#### Maturity analysis

	2022 £'000	2021 £'000
Year 1	(9,305)	(8,451)
Year 2	(8,181)	(8,430)
Year 3	(6,615)	(7,330)
Year 4	(4,603)	(5,730)
Year 5	(2,841)	(3,930)
Onwards	(4,678)	(5,830)
<b>Total Lease Liabilities</b>	<b>(36,233)</b>	<b>(39,701)</b>

	2022 £'000	2021 £'000
Current	(9,305)	(8,451)
Non-Current	(26,928)	(31,250)
<b>Total Lease Liabilities</b>	<b>(36,233)</b>	<b>(39,701)</b>

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 18. Retirement benefit obligations

The Company participates in one defined contribution scheme and two defined benefit schemes operated by the Hays Group, with Hays plc being the sponsoring company for the latter. The most significant pension scheme, the Hays Pension Scheme, is a defined benefit scheme. The scheme was closed to future accrual from 29 June 2012 and therefore the Company does not make any contributions to the scheme and no expense has been recognised in the income statement in the current or prior period.

The consolidated financial statements of Hays plc for the 52 week period ended 30 June 2022 include full IAS19 disclosures detailing the funding position of the Scheme as a whole as at 30 June 2022.

As at 24 June 2022, the surplus in the scheme was £102.0m (2021: surplus of £46.6m).

#### UK defined contribution scheme

The Group's principal defined contribution retirement benefit scheme is the Hays Group Personal Pension Plan which is operated for all qualifying employees and is funded via an employee salary sacrifice arrangement, and additional employer contributions for qualifying employees. Employer contributions are in the range of 2% to 12% of pensionable salary depending on the level of employee contribution and seniority.

The total cost charged to the Company's income statement of £4.9m (52 week period ended 25 June 2021: £4.0m) represents employer's contributions payable to the money purchase arrangements. There were no contributions outstanding at the end of the period or prior period. The assets of the money purchase arrangements are held separately from those of the Group.

#### 19. Share-based payments

All share-based remuneration is equity settled. If the options remain unexercised after a period of five years from the date of grant the options expire. Options are forfeited if the employee leaves the Company before the options vest.

#### Sharesave

The Company participates in a share option scheme for all employees. Options are exercisable on the shares of the parent Company at a price equal to the estimated fair value of the parent Company's shares on the date of grant. The vesting period is three years.

The weighted average share price at the date of exercise for share options exercised during the period was 159p (2021: 171p). The options outstanding at 24 June 2022 had exercise price of 125p (2021: 144p). In the current period, options were granted on 31 March 2022 (2021: 1 April 2021). The aggregate of the estimated fair values of the options granted in 2022 were £3.7m. The options outstanding as at 25 June 2022 had a weighted average remaining contractual life of 2.5 years.

#### Performance Share Plan (PSP)

The PSP is designed to link reward to the key long-term value drivers of the business and to align the interests of the senior management with the long-term interests of shareholders. PSP rewards are discretionary and vesting is dependent upon the achievement of performance conditions measured over either a three-year period or a one-year period with a two-year holding period.

The weighted average share price at the date of exercise for share options exercised during the period was 206p (2021: 188p). The options outstanding at 24 June 2022 had exercise price of 134p (2021: 139p). In the current period, options were granted on 5 October 2021 (2021: 12 September 2020). The aggregate of the estimated fair values of the options granted on this date is £2.4m (2021: £3.1m). The options outstanding as at 24 June 2022 had a weighted average remaining contractual life of 1.5 years.

## Hays Specialist Recruitment Limited

### Notes to the financial statements for the 52 week period ended 24 June 2022 (for the 52 week period ended 25 June 2021)

#### 19. Share-based payments (continued)

##### Deferred Annual Bonus (DAB)

Only members of the Hays plc management board participate in the DAB which promotes a stronger link between short-term and long-term performance through the deferral of annual bonuses into shares for a three-year period.

The weighted average share price at the date of exercise for share options exercised during the period was 206p (2021: 184p). The options outstanding at 30 June 2022 had exercise price of 158p (2021: 180p). In the current period, no options were granted. In 2021, options were granted on 7 September 2019, with an aggregate of the estimated fair values of the options granted of £0.2m. The options outstanding as at 25 June 2022 had a weighted average remaining contractual life of 0.7 years.

#### 20. Related party transactions

The Company has taken advantage of the exemption granted under paragraph 8(k) of FRS 101 not to disclose transactions entered into between two or more wholly owned subsidiaries of a group. Transactions entered into and trading balances outstanding that were owed to the Company at 25 June 2022 with other non-Group related parties was nil (2021: nil).

#### 21. Ultimate parent company

The Company's ultimate parent company and controlling entity is Hays plc, registered in England and Wales. The Company's immediate parent company is Hays Specialist Recruitment (Holdings) Limited, registered in England and Wales. The smallest and largest group that prepares Group financial statements is Hays plc. Copies of the Annual Report and Financial Statements for Hays plc are available from the Company Secretary at Hays plc, 4<sup>th</sup> Floor, 20 Triton Street, London, NW1 3BF.