

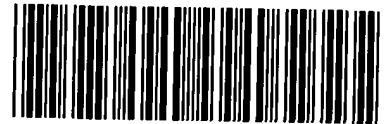
Company Registration No. 02041065

Resource Solutions Limited

Annual Report and Financial Statements

For the year ended 31 December 2022

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Resource Solutions Limited

Annual report and financial statements for the year ended 31 December 2022

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Resource Solutions Limited

Annual report and financial statements for the year ended 31 December 2022

Officers and professional advisers

Directors

A McDonnell
A Bannatyne

Company secretary

R Harris

Registered Office

11 Slingsby Place
St Martin's Courtyard
London
United Kingdom
WC2E 9AB

Bankers

Barclays
Level 28
1 Churchill Place
Canary Wharf
London
United Kingdom
E14 5HP

Solicitors

Squire Patton Boggs (UK) LLP
Premier Place
2 & A Half Devonshire Square
London
United Kingdom
EC2M 4UJ

Independent Auditor

BDO LLP
Chartered Accountant
55 Baker Street
London
W1U 7EU

Resource Solutions Limited

Strategic report

The directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006. The Company has chosen in accordance with Section 414C(11) of the Companies Act 2006 to set out in its Strategic Report the following which the Directors believe to be of strategic importance:

- Principal risks and uncertainties
- Key Performance Indicators (KPIs)
- Future developments

Principal activity and future developments

The company is a wholly-owned subsidiary of Robert Walters Plc.

During the year, the company's principal activity was the provision of Recruitment Process Outsourcing and Managed Service Provider services in respect of permanent and contract staff. A number of new services were also launched during the year to diversify the company's revenue. These included a Workforce Consultancy solution which provides resources from entry-level future talent to accredited professionals, allowing clients flexible access to skills to deliver projects and programmes in the most efficient way possible. Additionally RSConsultancy was launched providing clients with consultancy products such as ED&I audit services and market intelligence data.

Business review

The audited financial statements for the year ended 31 December 2022 are set out on pages 15 to 30. The directors consider the year-end financial position to be satisfactory given the trading environment.

Profit after taxation for the year ended 31 December 2022 was £18,000 (2021: £1,896,000) on a turnover of £174,227,601 (2021: £229,875,000). The net assets of the company at 31st December 2022 are £3,002,000 (2021: £2,758,000).

No dividends were paid out during the year (2021: £15,000,000).

A more detailed business review of the Robert Walters group, which includes the performance of this company is included in the annual report of Robert Walters Plc. for the year ended 31 December 2022. The annual report does not form part of these statements.

Competition for talent in 2022 was fierce and wage inflation significant during 2022 resulting in client demand for services being high. However the Ukraine conflict, a high inflation and high interest rate environment, significant cutbacks across the global technology market and Covid-enforced lockdowns in Mainland China all had a cumulative effect on market confidence. As a result, recruitment activity levels softened, time to hire lengthened and candidate and client confidence waned throughout the year.

This reduced recruitment activity driven by lower market confidence resulted in a year on year decrease in Net Fee Income.

The company's blend of revenue streams and launch of new products diversifying revenue streams further remains a clear strength and source of competitive advantage and provides resilience in tougher market conditions.

Resource Solutions Limited

Strategic report (continued)

Key performance indicators

KPI and Definition

Net Fee Income (Gross Profit) – Net fee income is the total placement fees of permanent candidates, the margin earned on the placement of contract candidates and the margin from advertising.

Operating Profit represents net fee income less administrative expenses.

Productivity - Productivity represents the total net fee income generated per fee earner

Debtor Days - Debtor days represents the length of time it takes the Company to receive payments from its debtors. It is calculated by reference to the number of days' billings it takes to cover the debtor balance. Number of days is the total debtor balance at balance sheet date in relation to the average daily invoiced sales.

Analysis

- Net fee income decreased by 8 % (2021: 9 % decrease). This was largely driven by reduced recruitment activity levels as a result of lower market confidence.
- The decrease in administrative expenses was proportionally less than the decrease in turnover as a result of spend invested in future proofing and optimising the business through new products and improved services. This resulted in a 127 % decrease (2021: 23 % decrease) in operating profit.
- In 2022, there was no change to productivity from 2021 (2021: 0 %).
- Debtor days increased to 33 (2021: 22). Even with tight control over debtor collection, the tougher market conditions and high interest rate environment has led to an increase in debtor days.

Principal risks and uncertainties

Risk management process

The directors recognise the importance of identifying and actively monitoring the full range of financial and non-financial risks facing the business. By regularly reviewing the risk profile of the business, the directors ensure that the risk exposure remains appropriate at any point in the cycle. The effectiveness of the risk management process is monitored by the Audit and Risk Committee of Robert Walters Plc. The process involves identifying and prioritising the key risks, and developing and implementing appropriate mitigation strategies to address those risks.

We review our risks in terms of likelihood of occurrence and potential impact on the business and the Audit and Risk Committee reviews and considers the extent to which management has addressed the key risks through appropriate controls and actions to mitigate those risks. The management team continues to consider key risk areas on an ongoing basis with a specific periodic review at least once a year of their system of internal controls to ensure that each risk area is addressed within the business. The Internal Audit function reviews and tests the effectiveness of these controls to ensure that risk is being managed properly and effectively.

A summary of the key risks that we believe could potentially impact the Company's operating and financial performance, together with associated key actions, is shown below.

Resource Solutions Limited

Strategic report (continued)

Principal risks and uncertainties (continued)

Risk

Economic environment - Job availability and the level of candidate confidence in the employment market are important factors in determining the total number of recruitment transactions in a given year. Candidates are less inclined to move jobs when the number of jobs available is stagnant or in decline, which could lead to a deterioration in the Company's financial performance. Additionally, the impact of the conflict in Ukraine has prevented a greater upswing of the economy.

Business Model - Competition risk varies in the Company's region depending on the maturity of client and candidate market. The emergence of new technology platforms such as social media for recruitment purposes may also lead to increased competition.

Talent attraction and retention - The Company relies heavily on recruiting and retaining talented individuals with the right skill-sets to grow the business.

Actions to mitigate risk

- The Company's strategy when facing a slowdown in a market is to balance the cost base, such that the impact on profit is mitigated, against the perceived future benefit from the retention of key staff. Historically there has been benefit from increased operational gearing as a result of deliberately retaining key staff through economic downturns.
- As in the normal course of business, clients have been won and lost over the 12 month period. Although some contracts were lost, the development of strong commercial relationships with clients has enabled the Company to win and then extend a number of its contracts. The Company has contracts with large global organisations, but the Company also has a significant number of smaller single site accounts.
- The Company reviews and monitors changes in technology and social media trends to ensure that it evolves appropriately. The Company continues to promote itself as a relationship recruiter operating in specialised markets, ensuring its online presence is competitive and provides a high-quality customer experience.
- The strategy to improve staff retention and maximise career opportunities include significant investment of time and financial resources in employee training and development including regular weekly appraisals, aimed at core consultant competencies and focused on enhancing management potential. A comprehensive approach to succession planning is also in place across the company.
- The Company offers international career opportunities and actively encourages the redeployment of existing talent to international offices across the Group and also to establish new offices.
- Diversity and inclusion and gender pay initiatives are in place, including a review of family friendly policies, with target setting and committed actions to close gaps to mitigate the impact over time. The Company promotes, monitors and benchmarks diversity and inclusion, with initiatives and actions being a focus. The Company has a zero tolerance policy towards inappropriate behaviour.
- There are a significant number of mental health initiatives in place, and it is considered high priority by management.

Resource Solutions Limited

Strategic report (continued)

Principal risks and uncertainties (continued)

Risk

Brand and reputation — There is an inherent risk that the brand and reputation of the Company could be impacted by a failure to maintain high-quality service levels to both candidates and clients.

Laws and regulations – The Company has to comply with numerous laws and regulations, any change to which could have a detrimental effect on the Company's financial performance.

Technology — The Company is reliant on its technological infrastructure to maintain client and candidate data. A critical infrastructure or system disruption could have a material impact on the Company's financial results, whilst a loss of confidential and competitive information can have an adverse impact on operations and the reputation of the Company.

Actions to mitigate risk

- Quality control standards are maintained and reviewed for each stage of the recruitment cycle with all new employees receiving appropriate levels of training applicable to their role.
- Candidate and client satisfaction surveys are carried out on a regular basis, with Directors addressing any negative feedback directly with the client or candidate. A 'Contact us' email address is available on the Group's website so any negative feedback or improper conduct can be acted upon swiftly by the Group Marketing Director and local senior management.
- To ensure compliance, our legal department works with leading external advisors as required to monitor potential changes in employment legislation across the markets in which we operate.
- Contractual terms and conditions are thoroughly reviewed before signing to ensure contract provisions are fully understood and risks are fairly allocated between parties.
- An escalation process exists such that contracts with non-standard terms are reviewed and approved by the General Counsel and Chief Financial Officer as appropriate.
- The Company maintains a comprehensive IT security policy, which is reviewed on a regular basis, covering all areas of IT security from user access through to server access.
- All sensitive candidate and client information is held securely with restricted access.
- Appropriate guidance and training on the security and handling of both manual and electronic documents including confidential and sensitive data is provided to all staff.
- The Group has a dedicated Chief Technology Officer and Group Information Security Officer with specific remits to consider and ensure that appropriate and reasonable controls are put in place, particularly in respect of Cyber related threats and data breach.
- The Company continues to review and improve its Business Continuity Plan to mitigate against any critical infrastructure disruptions.

Resource Solutions Limited

Strategic report (continued)

Section 172 Statement

Through the risk management process as detailed in the Principal Risks and Uncertainties section of the Strategic Report on pages 3 to 5, the Directors have assessed the Company's risk profile, consequences of any decision in the long term, appropriate risk mitigation strategies and identification and consideration of emerging risks.

Key stakeholders are identified as those stakeholder groups fundamentally impacted by the performance and decisions of the Company, and those which have a significant impact on the long term success of the Company. The interests of key stakeholders are considered through active stakeholder engagement. Our key stakeholder groups and other interested parties, and how we engage with them, are detailed in the Engagement with Shareholders and Key Stakeholders section in the Directors' Report on pages 9 and 10.

Streamlined Energy & Carbon Reporting (SECR)

The Company has taken exemption from the requirement to present SECR information, as its energy usage is disclosed in the reporting of Robert Walters plc.


Future developments and events after the balance sheet date

The business has remained resilient through the uncertain global macro-economic conditions that continue to impact recruitment activity levels. The Directors expect the general level of activity to remain consistent or increase during the second half of 2023. We will continue monitoring the situation closely.

The Directors also expect further growth as a result of new services and products being launched and an increase in client demand for ethical resourcing solutions.

There have been no significant post balance sheet events to report since 31 December 2022.

Approved by the Board of Directors and signed on behalf of the Board on 30 June 2023.

DocuSigned by:

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A McDonnell
Director

Resource Solutions Limited

Directors' report

The directors present their annual report on the affairs of the Company, together with the audited financial statements and independent auditor's report, for the year ended 31 December 2022.

Directors

The directors who served throughout the year and at the date of this report are shown below:

A Bannatyne

A McDonnell

Future developments and events after the balance sheet date

Details of future developments and events that have occurred after the balance sheet date can be found in the Strategic Report on page 6.

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position, are set out on pages 2 to 6. The Directors have assessed the long-term prospects of the Company as part of Robert Walters plc (the Group) based upon business plans, forecasts and cash flow projections for both the twelve-month period ending 31 December 2023 and the three-year period ending 31 December 2025 in addition to the macro-environment uncertainty and ongoing recovery from the pandemic. The three-year period was chosen as it is considered the longest timeframe over which any reasonable view can be formed, given the nature of the market in which the Group operates.

Furthermore, the nature of recruitment activity is highly reactive to market sentiment and the forward visibility of permanent recruitment, which represents 70% of the Group's net fee income, can be measured in weeks, whilst temporary recruitment and recruitment process outsourcing may be less affected. The forecasts and cash flow projections being used to assess going concern have been comprehensively stress-tested by using simulation techniques involving sensitivity analysis applying, in particular, projections of reduced net fee income of up to 20% from forecasts each year over a three-year period.

The Directors have also completed reverse stress testing (as per the FRC guidance), by running various downside scenarios, designed to explore the resilience of the Group to the potential impact of the principal risks as set out on pages 3 to 5 or a combination of those risks.

The Company is a wholly owned subsidiary of the Group, which had £97.1m of net cash at 31 December 2022 and a £60.0m four-year committed financing facility until March 2026 of which £26.1m was drawn down at year end (2021 £15.7). The Group has a strong balance sheet and considerable financial resources and remains confident of the Group's long-term growth prospects, and a diverse range of clients and suppliers across different geographic locations and sectors reduces the risks of any negative outcomes.

During 2023 so far the market has been more challenging than 2022 due to the macro-economic conditions, such as inflation impacting the cost base and creating market uncertainty. However, the Company is in a strong position to take advantage of opportunities in 2023. As a consequence, the Directors believe that the Company is well-placed to manage its business risks successfully. After making enquiries, the Directors have formed a judgement, at the time of approving the financial statements, that, with the support of the Group, there is a reasonable expectation that the Company has adequate resources to continue in operational existence and meet its liabilities as they fall due for a period of at least 12 months from the date of approval of these financial statements. For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in note 1 to the financial statements.

Financial risk management

The company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due. Due to

Resource Solutions Limited

Directors' report (continued)

the nature of the company's business and the assets and liabilities contained within the company's balance sheet, the directors consider the financial risks most relevant to this company are credit risk and liquidity risk.

Credit risk

The company's principal financial assets are bank balances and cash, trade and other receivables. The company's credit risk is primarily in respect of trade receivables.

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss. The company has adopted a policy of only dealing with creditworthy counterparties. The company only transacts with entities that have adequate credit ratings. This information is supplied by independent rating agencies where available and if not available uses other publicly available financial information. Credit ratings of counterparties are continuously reviewed.

Liquidity risk

The company's overall objective is to ensure that at all times it is able to meet its financial commitments as and when they fall due. Surplus funds are invested on short-term deposit. Short-term flexibility is achieved by utilising the sales financing facility outlined below.

Financial liabilities

The company finances its operations through a mixture of retained earnings and a financing facility. A four year committed pound sterling sales financing facility has been entered into ending in March 2026. The average effective interest rate for 2022 on the sales financing facility approximates to 2.99% and is determined upon the lenders' published rate plus 1.45%.

Trade and other payables are settled within normal terms of business and are payable in less than 60 days.

Dividends

During 2022 no dividends were paid by the Company (2021: £15,000,000). There are no further dividends proposed at the year end.

Political contributions

During 2022 and 2021 no political contributions were made by the Company.

Directors' indemnities

The company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

Disabled persons

The Company continues to give full and fair consideration to applications for employment by disabled persons, bearing in mind their aptitudes and abilities. In the event of an employee becoming disabled whilst working for the Company, every effort will be made to ensure their continued employment and to provide retraining and career development where practical and appropriate. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Engagement with shareholders, employees, and key stakeholders

Resource Solutions releases quarterly business update videos and financial results to employees via our Workplace from Meta platform. The business also holds managers' forums and conferences to discuss and consult on business priorities.

The Group also appointed a Global Head of Equality, Diversity and Inclusion. Starting in 2022 this is a key role to support our ongoing commitment to a working environment that promotes inclusion, dignity and respect for all, not only our own employees, but for clients, candidates and other stakeholders we work with. Significant work has already been undertaken during 2022 with activities and events across the globe including conversations on how to be an anti-racist organisation and the role of allies in supporting black colleagues, as well as webinars on neurodiversity in the workplace and cultural conversations on LGBTQ+, ADHD in the workplace, mental health and allyship.

Resource Solutions Limited

Directors' report (continued)

Engagement with shareholders, employees and key stakeholders (continued)

Key stakeholder groups and other interested parties	How we engage
Candidates and clients	Our engagement with candidates and clients is driven by our commitment to quality. Candidate and client satisfaction surveys are carried out on a regular basis, with feedback addressed directly with the candidate or client. Through building relationships with integrity, the Company is able to focus on our service and customer satisfaction and to build consultative, long-term relationships. Feedback is taken extremely seriously and where appropriate is brought to the attention of the CEO during the year.
Workforce	<p>A global employee survey was carried out for the first time at the beginning of 2022 with a response rate of 82 % to monitor and increase the communication level in our teams. Following the results of the survey, we invested heavily in helping our managers understand their role in creating a great experience at work for their people, and we also reviewed our benefits globally to ensure they were market competitive in each region.</p> <p>A whistleblowing policy is in place to ensure that employees/workers have a formal system that encourages them to voice their concerns.</p>
Corporate Social Responsibility	<p>Part of the Company's responsibility is to maintain the highest ethical standards in all our operations. We also maintain a zero-tolerance policy against corruption and bribery, which applies to all Directors, employees and contractors undertaking work on behalf of the Company.</p> <p>We continue to support and invest in initiatives and partnerships that help individuals and communities to fulfil their own unique potential through economic empowerment and corporate advocacy.</p>
Environment	<p>The Company recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements policies to reduce any damage that might be caused by its activities.</p> <p>The Company operates in accordance with Robert Walters Plc's policies and initiatives which are designed to minimise Robert Walters Plc's impact on the environment including recycling, waste management, energy procurement and consumption. An Energy and Carbon report has not been included within the report as it is included within the group report of Robert Walters Plc.</p>
Suppliers	The Company requires all suppliers to behave ethically, in accordance with all legislation including the Anti-Bribery and Modern Slavery Acts. We value our suppliers and adopt the principles of prompt payment and the agreement of mutually sensible and beneficial contractual terms. The Directors consider this ethical approach to be appropriate and our whistleblowing processes ensure confidential escalation can take place as required.


Auditor

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

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

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

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

DocuSigned by:

 A McDonnell
 Director
 30 June 2023

Resource Solutions Limited

Directors' responsibilities statement

The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Resource Solutions Limited

Independent auditor's report to the members of Resource Solutions Limited

Opinion on the 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 2022 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.

We have audited the financial statements of Resource Solutions Limited ("the Company") for the year ended 31 December 2022 which comprise the profit and loss account, the balance sheet, the statement of changes in equity, and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's 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 are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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.

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.

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

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Directors' report and financial statements, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

Resource Solutions Limited

Independent auditor's report to the members of Resource Solutions Limited (continued)

Other Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors 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.

Auditor's 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 auditor's 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.

Extent to which the audit was capable of detecting irregularities, including fraud

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:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to Resource Solutions Limited. We determined that the most significant laws and regulations which are directly relevant to specific assertions in the financial statements are those related to the reporting framework (UK GAAP and the Companies Act 2006) and labour regulations and tax.

Resource Solutions Limited

Independent auditor's report to the members of Resource Solutions Limited (continued)

Our procedures in response to the above included:

- Understanding how the Company is complying with those legal and regulatory frameworks by making enquiries of management, those charged with governance, and in-house legal counsel;
 - Corroborating our enquiries through reviewing minutes of meetings of the Board of Directors to identify any known or suspected instances of non-compliance with laws and regulations and fraud; and
 - Agreeing the financial statement disclosures to underlying supporting documentation.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by meeting with management to understand where it is considered there was a susceptibility to fraud.
 - We also considered potential fraud drivers: including financial or other pressures, opportunity, and personal or corporate motivations. We considered the programmes and controls that the Company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included testing manual journals and key areas of estimation uncertainty or judgement, for example: accrual or deferral of revenue from placements, placement 'back out' provisions, bad debt provisions, bonus accruals, and provisions for losses on customer contracts.

Specific consideration was made as to whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulations and fraud. All team members were briefed to ensure they were aware of any relevant laws or regulations in relation to their work and fraud risks.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that 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, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.


Resource Solutions Limited

Independent auditor's report to the members of Resource Solutions Limited (continued)

Use of our report

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

DocuSigned by:



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Sandra Thompson (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London, UK
30 June 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Resource Solutions Limited

Profit and loss account Year ended 31 December 2022

	Notes	2022 £'000	2021 £'000
Turnover	1,3	174,228	229,875
Cost of sales		(134,062)	(186,643)
Gross profit		40,166	43,232
Government Grants	7	-	11
Administrative expenses		(40,741)	(41,107)
Operating (loss) / profit		(575)	2,136
Finance income	4	737	407
Profit on ordinary activities before taxation	5	162	2,543
Tax on profit on ordinary activities	8	(144)	(647)
Profit for the financial year attributable to the equity shareholders of the Company		18	1,896

The results for the current year were derived entirely from continuing activities.

There are no other recognised gains or losses for the current or preceding financial year other than as stated in the profit and loss account. Accordingly, no statement of other comprehensive income is presented.

The notes on pages 18 to 30 form part of these financial statements.

Resource Solutions Limited

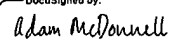
Balance sheet As at 31 December 2022

	Notes	2022 £'000	2021 £'000
Non current assets			
Intangible assets	11	96	122
Tangible assets	12	253	47
		<u>349</u>	<u>169</u>
Current assets			
Debtors – due within one year	13	123,961	123,298
Cash at bank and in hand		583	236
		<u>124,544</u>	<u>123,534</u>
Current liabilities			
Creditors - due within one year	14	(104,846)	(105,237)
Bank overdraft and borrowings	15	(17,045)	(15,708)
		<u>(121,891)</u>	<u>(120,945)</u>
Net current assets		<u>2,653</u>	<u>2,589</u>
Net total assets		<u>3,002</u>	<u>2,758</u>
Capital and reserves			
Called up share capital	16	-	-
Profit and loss account		3,002	2,758
Total equity shareholder's funds		<u>3,002</u>	<u>2,758</u>

The notes on pages 18 to 30 form part of these financial statements.

The financial statements of Resource Solutions Limited, registered number 02041065 were approved by the Board of Directors on 30 June 2023.

Signed on behalf of the Board of Directors

DocuSigned by:

 674FB7F7BE184C9...

A McDonnell
Director

Resource Solutions Limited

Statement of changes in equity For the year ended 31 December 2022

	Notes	Share Capital £'000	Profit and loss account £'000	Total Share- holder's equity £'000
At 1 January 2021		-	15,833	15,833
Total comprehensive income		-	1,896	1,896
Movements in equity in respect of share incentive schemes	10	-	133	133
Dividends paid on equity shares	9	-	(15,000)	(15,000)
Movement in foreign currency reserve		-	(104)	(104)
At 31 December 2021		-	2,758	2,758
Total comprehensive income		-	18	18
Movements in equity in respect of share incentive schemes	10	-	93	93
Dividends paid on equity shares	9	-	-	-
Movement in foreign currency reserve		-	133	133
At 31 December 2022		-	3,002	3,002

Resource Solutions Limited

Notes to the accounts Year ended 31 December 2022

1. Accounting policies

The principal accounting policies of the company are summarised below and have been consistently applied in the current and preceding year.

Basis of accounting

Resource Solutions Limited is a company incorporated in the United Kingdom under the Companies Act 2006. The company is a private company limited by shares, registered in England and Wales. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the strategic report on pages 2 to 6.

The financial statements have been prepared under the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of Resource Solutions Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. Amounts have been rounded to the nearest thousand pounds sterling unless otherwise stated.

In preparing these financial statements the company has taken advantage of certain disclosure exemptions conferred by FRS 102 and has not provided: cash-flow statement and related notes (Section 7), Certain financial instruments – related disclosures (Sections 11 & 12), Certain share based payment disclosures (Section 26), Key management personnel compensation disclosure (Section 28) and Presentation of a reconciliation of shares outstanding in the period (Section 4).

Resource Solutions Limited is consolidated in the financial statements of its parent, Robert Walters Plc, which may be obtained at 11 Slingsby Place, St Martin's Courtyard, London, WC2E 9AB.

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position, are set out on pages 2 to 6. The Directors have assessed the long-term prospects of the Company as part of Robert Walters plc (the Group) based upon business plans, forecasts and cash flow projections for both the twelve-month period ending 31 December 2023 and the three-year period ending 31 December 2025 in addition to the macro-environment uncertainty and ongoing recovery from the pandemic. The three-year period was chosen as it is considered the longest timeframe over which any reasonable view can be formed, given the nature of the market in which the Group operates.

Furthermore, the nature of recruitment activity is highly reactive to market sentiment and the forward visibility of permanent recruitment, which represents 70% of the Group's net fee income, can be measured in weeks, whilst temporary recruitment and recruitment process outsourcing may be less affected. The forecasts and cash flow projections being used to assess going concern have been comprehensively stress-tested by using simulation techniques involving sensitivity analysis applying, in particular, projections of reduced net fee income of up to 20% from forecasts each year over a three-year period.

The Directors have also completed reverse stress testing (as per the FRC guidance), by running various downside scenarios, designed to explore the resilience of the Group to the potential impact of the principal risks as set out on pages 3 to 5 or a combination of those risks.

The Company is a wholly owned subsidiary of the Group, which had £97.1m of net cash at 31 December 2022 and a £60.0m four-year committed financing facility until March 2026 of which £26.1m was drawn down at year end (2021 £15.7). The Group has a strong balance sheet and considerable financial resources and remains confident of the Group's long-term growth prospects, and a diverse range of clients and suppliers across different geographic locations and sectors reduces the risks of any negative outcomes.

During 2023 so far the market has been more challenging than 2022 due to the macro-economic conditions, such as inflation impacting the cost base and creating market uncertainty. However, the Company is in a strong

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

position to take advantage of opportunities in 2023. As a consequence, the Directors believe that the Company is well-placed to manage its business risks successfully. After making enquiries, the Directors have formed a judgement, at the time of approving the financial statements, that, with the support of the Group, there is a reasonable expectation that the Company has adequate resources to continue in operational existence and meet its liabilities as they fall due for a period of at least 12 months from the date of approval of these financial statements. For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in note 1 to the financial statements.

1. Accounting policies (continued)

Turnover

Turnover comprises the value of services, net of VAT and other sales related taxes, provided by the company in the normal course of business.

Turnover from the placement of permanent staff is recognised when a candidate accepts a position and a start date is determined. A provision is made for the cancellation of placements prior to or shortly after the commencement of employment based on prior experience of this occurring.

Turnover from temporary placements represents the amounts billed for the services of temporary staff including the salary costs of those staff. This is recognised when the service has been provided, to the extent that the company is acting as a principal. Where the company is not considered to act as a principal, the salary costs of the temporary staff are excluded from turnover and only the net margin is recognised as turnover in accordance with FRS 102.

Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Gross profit (Net fee income)

Gross profit is the total placement fees of permanent candidates, the margin earned on the placement of temporary candidates and advertising income.

Leases

The Company as lessee

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

1. Accounting policies (continued)

Pensions

The company currently contributes to the money purchase pension plans of certain individual directors and employees. Contributions payable in respect of the year are charged to the profit and loss account. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Other long-term employee benefits are measured at the present value of the benefit obligation at the reporting date.

Taxation

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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment is measured using the revaluation model.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

1. Accounting policies (continued)

Foreign currencies

Transactions in foreign currencies are recorded at the rate of exchange at the date of transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date with any gain or loss that may arise as a result being included in net profit or loss for the period.

Intangible fixed assets

Intangible assets acquired separately from a business are capitalised at cost.

Intangible assets are amortised on a straight-line basis over their estimated useful lives up to a maximum of 10 years. Where the intangible assets are regarded as having indefinite lives they are not amortised but reviewed on an annual basis for impairment.

Tangible fixed assets

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

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Leasehold improvements	the shorter of estimated useful life and the period of the lease
Fixtures, furniture and office equipment	10% or the estimated useful life if shorter
Computer equipment	20% to 33.3% or the estimated useful life if shorter

Debtors

Trade and other debtors are recorded at cost, less any provision for impairment. Any losses and subsequent reversals are recorded in the profit and loss.

Cash at bank and in hand

Cash at bank and in hand comprise cash on hand and demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Other financial liabilities

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

Employee share schemes

The cost of awards made under the company's employee share schemes is based on the fair value of the shares at the time of grant and is charged to the profit and loss account on a straight-line basis over the vesting period, based on the company's estimate of shares that will eventually vest.

Fair value is measured by use of a stochastic model. The expected life has been adjusted, based on management's best estimate, for the effects on non-transferability, exercise restrictions and behavioural considerations. A reserve equal to the portion of the services received is recognised at the asset's fair value determined at each balance sheet date for equity settled share-based payments.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

1. Accounting policies (continued)

Government grants

In 2020, the Company applied for various government support programmes introduced in response to the global pandemic. Grants are accounted for under the accruals model as permitted by FRS 102. Grants of a revenue nature are recognised in “Government grants” within profit or loss in the same period as the related expenditure. This includes the Government Coronavirus job Retention Scheme (‘Furlough’). The group has not directly benefitted from any other forms of government assistance. In 2022 no government grants were received.

Related party transactions

The company is a subsidiary undertaking of Robert Walters Plc, which prepares consolidated financial statements that are publicly available. On this basis, the company has taken advantage of the exemption in FRS 102 from disclosing transactions with other wholly-owned subsidiaries of Robert Walters Plc.

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company’s accounting policies, which are described in note 1, 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.

Key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. Due to inherent uncertainty involved in making estimates and assumptions, actual outcomes could differ from those assumptions and estimates.

- Revenue recognition: revenue from the placement of permanent staff is recognised when a candidate accepts a position and a start date is determined. A provision is made by management, based on historical evidence, for the proportion of those placements where the candidate is expected to reverse their acceptance prior to the start date. The provision in 2022 is £206,246 (2021: £50,000).

Critical accounting judgements

Management has identified the timing of revenue recognition as a critical judgement in arriving at the amounts recognised in the Company’s financial statements.

- Revenue recognition: revenue in respect of permanent placements is deemed to be earned when a candidate accepts a position and a start date is agreed, but prior to employment commencing. In making this judgement, management considered the detailed criteria for the recognition of revenue from permanent placements.

3. Turnover

	2022	2021
	£’000	£’000
Turnover by geographical segments		
United Kingdom	174,228	229,875

The Company’s turnover throughout 2022 and 2021 was derived from the provision of Recruitment Process Outsourcing and Managed Service Provider services in respect of permanent and contract staff in the UK, and accordingly the directors believe that there are no separately identifiable business segments.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

4. Finance income

	2022	2021
	£'000	£'000
Interest receivable and similar income		
Interest receivable on intercompany loans	85	112
Foreign exchange gain	652	295
	<u>737</u>	<u>407</u>

The foreign exchange gain arises primarily on the translation of intercompany balances.

5. Profit before taxation

Profit before taxation is stated after charging:

	2022	2021
	£'000	£'000
Amortisation of intangible assets - owned	51	156
Depreciation of tangible fixed assets - owned	53	141
Operating lease rentals - land and building	433	235
	<u>537</u>	<u>532</u>

6. Auditor's remuneration

Audit fees are presented to reflect the proportionate allocation of total group audit fees among the subsidiary entities.

Fees payable to BDO LLP and their associates for the audit of the company's annual accounts were £116,335 (2021: £83,500).

Fees payable to BDO LLP and their associates for non-audit services to the company are not required to be disclosed because the consolidated financial statements of the parent company are required to disclose such fees on a consolidated basis.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

7. Staff costs

The average monthly number of employees of the company (including directors):

	2022	2021
	No.	No.
Fee earning staff	304	328
Administration staff	119	128
	<u>423</u>	<u>456</u>
Total	<u>423</u>	<u>456</u>

	2022	2021
	£'000	£'000
	Total	Total
Staff costs during the year (including directors)		
Wages and salaries	26,661	25,672
Social security costs	2,633	2,346
Other pension costs	967	1,325
Cost of employee share options	93	133
	<u>30,354</u>	<u>29,476</u>
Total	<u>30,354</u>	<u>29,476</u>

The directors of the company received no remuneration for their services to the company during the year (2021: £nil). No directors were members of the group money purchase pension schemes in 2022 (2021: None).

No government grants (CJRS) were received in 2022 (2021: £11,000).

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

8a. Tax on profit

	2022 £'000	2021 £'000
Current tax		
Current tax charge	75	547
Overseas withholding tax	4	6
	<u>79</u>	<u>553</u>
Total current tax	<u><u>79</u></u>	<u><u>553</u></u>
	2022 £'000	2021 £'000
Deferred tax		
Origination and reversal of temporary timing differences	(19)	69
Effect of changes in tax rate	84	25
	<u>65</u>	<u>94</u>
Total deferred tax	<u><u>65</u></u>	<u><u>94</u></u>
	2022 £'000	2021 £'000
Total tax		
Current tax	79	553
Deferred tax	65	94
	<u>144</u>	<u>647</u>
Total tax charge on profit on ordinary activities	<u><u>144</u></u>	<u><u>647</u></u>

Reconciliation of the UK statutory tax rate to the effective total tax rate

The tax rate for the year is higher than the standard rate corporation tax in the rate of 19 % (2021: 19 %).

The differences are explained below:

Profit before tax	162	2,543
	<u>162</u>	<u>2,543</u>
Tax charge at 19 % thereon (2021: 19 %)	31	483
Effects of:		
Expenses not deductible for tax purposes	71	37
Capital allowances in excess of depreciation	(27)	26
Overseas withholding tax	4	6
Origination and reversal of temporary timing differences	(19)	69
Effect of changes in tax rate	84	26
	<u>144</u>	<u>647</u>
	<u><u>144</u></u>	<u><u>647</u></u>

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

8b Factors affecting future tax charges

The standard rate of tax applied to reported profit is 19 % (2021: 19 %).

The change in corporation tax from 19% to 25% has been substantively enacted and therefore the effects of the increase have been included in the calculation of deferred tax in the financial results.

There is no expiry date on temporary timing differences, unused tax losses or tax credits.

8c Deferred tax asset

	2022 £'000	2021 £'000
At 1 January	410	316
Charge to the profit and loss account	65	94
	<u>475</u>	<u>410</u>
At 31 December	<u><u>475</u></u>	<u><u>410</u></u>

The provision for deferred tax asset consists of:

	2022 £'000	2021 £'000
Accelerated capital allowances	337	255
Share based payments	138	155
	<u>475</u>	<u>410</u>
Deferred tax asset	<u><u>475</u></u>	<u><u>410</u></u>

9. Dividends on equity shares

No dividends were paid in 2022 (2021: £15,000,000).

10. Share based payments

The Company grants to its employees' rights to equity instruments of Robert Walters Plc, its parent company. The required disclosures are therefore included in Robert Walters Plc's consolidated financial statements. Resource Solutions Limited measures its share-based payment expense as a proportion of the expense recognised for the entire share-based payment scheme based on the number of employees participating in the scheme. The share based payment expense for the Group is allocated to individual components based on the number of employees within an individual component who receive share based payments.

Executive Share Options

Exercise of the Executive Share Options is subject to the achievement of a percentage increase in earnings per share which exceeds the percentage increase in inflation by at least an average of 8% per annum, over a period of three financial years of the Group. On satisfaction of these performance targets, 33.33% of the options vest. Vesting then increases progressively with the Executive Options fully vesting where earnings per share growth matches the UK retail price index plus an average of 14% per annum.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

10. Share based payments (continued)

SAYE Option Scheme

The SAYE Option Scheme enables UK permanent employees to use the proceeds of a related SAYE contract to acquire options over ordinary shares of the Company at a discount of up to 20% of their market price. Options granted under the scheme can normally be exercised during a period of six months starting on the third anniversary of the start of the relevant SAYE contract. Exercise of an option is subject to continued employment.

Equity Settled Performance Share Plan

Under the terms of the Equity Settled Performance Share Plan (PSP) the number of shares receivable by Executive Directors for a nominal value is dependent upon the total shareholder return (TSR) and the earnings per share (EPS) growth over the three-year period from the initial date of grant. In the case of co-investment awards, the continued ownership of qualifying shares in the Company is also required. As such it is not possible to determine the interests of the individual Directors prior to the completion of the vesting period, although no shares will vest if the TSR performance does not at least equal the performance of the FTSE Small Cap Index or the EPS compound annual growth exceed 8%. For all of the PSP shares to vest, the TSR must exceed the FTSE Small Cap Index by a compound 12.5% per annum and the EPS compound annual growth must also exceed 14%.

The expense to the company is £93,149 (2021: £133,000).

11. Intangible fixed assets

	Computer software £'000
Cost	
At 1 January 2022	1,863
Additions	104
Disposals	(108)
	<hr/>
At 31 December 2022	1,859
	<hr/>
Accumulated amortisation	
At 1 January 2022	1,741
Charge for the year	51
Disposals	(29)
	<hr/>
At 31 December 2022	1,763
	<hr/>
Net book value	
At 31 December 2022	96
	<hr/> <hr/>
At 31 December 2021	122
	<hr/> <hr/>

An impairment test was completed during 2020 on the carrying value of intangibles where impairment indicators were identified and following the test, an impairment loss of £638,000 was recognised, mainly in respect of an in-house custom-built system. There have been no impairments during 2022 and 2021.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

12. Tangible fixed assets

	Leasehold improvements £'000	Fixtures, furniture and office equipment £'000	Computer equipment £'000	Total £'000
Cost				
At 1 January 2022	-	119	878	997
Additions	4	242	13	259
At 31 December 2022	4	361	891	1,256
Accumulated depreciation				
At 1 January 2022	-	111	839	950
Charge for the year	1	24	28	53
At 31 December 2022	1	135	867	1,003
Net book value				
At 31 December 2022	3	226	24	253
At 31 December 2021	-	8	39	47

13. Debtors: amounts falling due within one year

	2022 £'000	2021 £'000
Amounts falling due within one year:		
Trade debtors	40,548	36,838
Amounts owed by group undertakings	64,539	67,223
Prepayments and other debtors	5,898	6,236
Accrued income	12,501	12,591
Deferred tax asset	475	410
	<u>123,961</u>	<u>123,298</u>

As at 31 December 2022, the Company recognised £270,225 (2021: £738,000) of provision against gross receivables, included in the trade debtors balance.

Amounts owed by group undertakings are repayable on demand, unsecured and carry an interest rate of between 0% and 1% above the Bank of England base rate.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

14. Creditors: amounts falling due within one year

	2022 £'000	2021 £'000
Trade creditors	7,532	5,590
Amounts owed to group undertakings	26,742	32,358
Other taxation and social security	13,028	6,698
Other creditors	2,076	1,931
Accruals and deferred income	54,493	57,899
Corporation tax	975	761
	<u>104,846</u>	<u>105,237</u>

Amounts owed to group undertakings carry an interest rate of between 0% and 1% above Bank of England base rate and are unsecured.

15. Bank overdrafts and borrowings

	2022 £'000	2021 £'000
Revolving credit facility	17,045	15,078
	<u>17,045</u>	<u>15,078</u>

Bank overdrafts and borrowings are repayable as follows:

	2022 £'000	2021 £'000
Within one year	17,045	15,078
	<u>17,045</u>	<u>15,078</u>

In May 2021, the Group renewed and extended to four years its committed financing facility of £60.0m which expires in March 2026. At 31 December 2022, £26.1m (2021: £15.7m) was drawn down under this facility. Included in this draw down was £17.0m (2021: £15.7m) from Resource Solutions Limited which has been included within bank overdrafts and borrowings, above. The interest charge for this facility for the year was £0.72m (2021: £0.36m). The Group also has a non-recourse £15.0m facility.

16. Called up share capital

	2022 £'000	2021 £'000
Authorised		
1,000 ordinary shares of £1 each	<u>1</u>	<u>1</u>
Allotted, called up and fully paid		
100 ordinary shares of £1 each	<u>-</u>	<u>-</u>

The Company has one class of ordinary shares which carry no right to fixed income.

Resource Solutions Limited

Notes to the accounts (continued) Year ended 31 December 2022

The Company's other reserves are as follows:

The profit and loss reserve represents cumulative profits or losses, including net of dividends paid and other adjustments.

17. Commitments

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2022 £'000	2021 £'000
Within one year	115	144
Between two and five years	461	-
Over five years	-	-
	576	144
	576	144

18. Employee benefits

Defined contribution schemes

The Company operates defined contribution retirement benefit schemes for all qualifying employees. The total expense charged to the profit and loss account for the year ended 31 December 2022 was £966,966 (2021: £1,325,360). The total amounts unpaid at 31 December 2022 was £103,300 (2021: £120,684).

19. Contingent liabilities

Each member of the Robert Walters Plc group is party to joint and several guarantees in respect of banking facilities granted to Robert Walters Operations Limited and Resource Solutions Limited.

There were no other significant contingent liabilities at 31 December 2022 (2021: £nil).

20. Subsequent events

There have been no significant events since the balance sheet date.

21. Related party transactions

The company is a subsidiary undertaking of Robert Walters Plc, which prepares consolidated financial statements that are publicly available. On this basis, the company has taken advantage of the exemption in FRS 102 from disclosing transactions with other wholly-owned subsidiaries of Robert Walters Plc.

22. Ultimate controlling party

The immediate parent company is Robert Walters Holdings Limited, a company incorporated in the United Kingdom. The registered office of Robert Walters Holdings Limited is 11 Slingsby Place, London, WC2E 9AB. The directors regard Robert Walters Plc, a company incorporated in the United Kingdom and registered in England and Wales, as the ultimate parent company and the ultimate controlling party. The registered office of Robert Walters Plc is 11 Slingsby Place, London, WC2E 9AB.

Robert Walters Plc is the parent company of the largest and smallest group of which the company is a member and for which group financial statements are drawn up. Copies of the financial statements are available from 11 Slingsby Place, London WC2E 9AB.