**Annual Report and Financial Statements** 

For the year ended 31 December 2021



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COMPANIES HOUSE

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## ANNUAL REPORT AND FINANCIAL STATEMENTS 2021

CONTENTS	Page
Officers and professional advisers	. 1
Strategic report ·	2
Directors' report	5
Directors' responsibilities statement	8
Independent auditor's report	9
Profit and loss account	13
Statement of comprehensive income	14
Balance sheet	15
Statement of changes in equity	16
Notes to the financial statements	17

## ANNUAL REPORT AND FINANCIAL STATEMENTS 2021

## OFFICERS AND PROFESSIONAL ADVISERS

#### **DIRECTORS**

The directors, who served throughout the year were as follows:

II Just

E Parker

C Lautray

C Blebta

A Lagler

## REGISTERED OFFICE

Kingsclere Road Basingstoke Hampshire RG21 6XJ

## **BANKERS**

HSBC Bank PLC Barclays Bank PLC

## **AUDITOR**

Deloitte LLP Statutory Auditor Reading, United Kingdom

#### STRATEGIC REPORT

The Directors present the strategic report on the affairs of the Company for the year ended 31 December 2021.

#### PRINCIPAL ACTIVITIES

The principal activities of the Company during the year were the sales of materials handling equipment.

#### **BUSINESS REVIEW AND FUTURE PROSPECTS**

#### Financial results and overview

Turnover in the year was £189.6 million compared to £195.1 million in 2020.

The operating profit was £5.4 million in the year compared to a £5.5 million loss in the previous year. The profit before taxation was £5.7 million compared to a £17.0 million profit in the previous year.

The Company made a profit for the year after taxation of £2.2 million (2020: £16.5 million profit).

There was a £34m decrease in turnover due to having the full year effect of transferring the Company's National Key Accounts operations to a subsidiary company in 2020. This was offset by a £22m increase in new truck sales volume and a £7m increase in spare parts sales.

The disruption to the business from the COVID 19 pandemic in 2021 has been minimal. The company made limited use of government support schemes receiving just £6k of grants, further details are provided in note 6 on page 23.

The performance in 2021 is in line with the expectations of the directors, with consideration given to the ongoing pandemic situation, and reflects the on-going trading performance of the Company.

Staff numbers have decreased from an average of 278 in the prior year to 247 in the current year. This is mainly due to having the full year effect of transferring the Company's National Key Accounts operations to a subsidiary company in 2020.

#### Key performance indicators

The Directors monitor the performance of the Company and review various key performance indicators as part of this process.

Management has considered the most important key performance indicators for monitoring of the business. These include revenue growth and operating profit. The operating profit is disclosed above within the Financial Results and Overview section of this report. The most significant revenue stream is new truck sales revenue, and for this revenue stream the most important indicator is new truck units despatched. There were 7,799 units despatched in 2021 compared to 7,087 in the prior year.

The company is managed by the UK management team along with other UK KION entities. The performance and results for all UK entities are analysed on a worldwide KION measurement basis, at a business unit and sector level. For this reason, the directors of the company believe that further analysis using key performance indicators is not appropriate for an understanding of the development, performance or position of the business shown in these financial statements. The development, performance and position of the KION Group, which includes the UK entities, is discussed in the KION Group's consolidated financial statements for the year ended 31 December 2021, which are available to the public and may be obtained from the KION Group's website (see note 24).

## Objectives and strategy

The Company is the market leader in its territory for its products and aims to establish itself as a world class service provider and an employer of choice

## STRATEGIC REPORT (CONTINUED)

#### Markets and regulatory

The Company is part of a global organisation which sells a full range of material handling equipment to industry. The immediate parent undertaking controls the service and rental network in the UK.

The 'Linde' brand is recognised throughout the world as a leading supplier of quality forklift trucks and material handling equipment.

#### **SECTION 172(1) STATEMENT**

In performing their duties under section 172, the directors of Linde Material Handling (UK) Limited have had regard to the matters set out in section 172(1) as follows:

#### The directors' approach

The board has a duty to promote the success of the company for the benefit of its members and stakeholders.

In doing so, the Directors place great importance in the interest of the company's employees, its business relationships with suppliers and customers and the impact of its operations on communities and the environment when making decisions.

#### Maintaining our licence to operate

During the year the Company continued the deployment of an employee feedback initiative via employee engagement surveys. Twice a year all UK based employees are encouraged to give their own feedback, anonymously, on a range of topics including communication & collaboration, strategy & direction, leadership and recognition & feedback. The results of a number of surveys have so far been analysed with direct actions already having been implemented with the intention to address topics where employees have highlighted potential for improvement.

In terms of the Company's involvement in the community, the Directors are very proud of the Company's long-standing partnership with a local charity which provides a safe working environment for adults with learning disabilities in Basingstoke and surrounding areas. By providing various tasks for these adults, the Company helps the charity's aim in providing different types of work to their 'service users' and can prepare them with the skills required to move on to a secure place in mainstream employment.

The Company takes very seriously its environmental, quality and health & safety commitments. The Company can operate safely, with increasing focus on environmental issues, thereby ensuring that working practices are kept up to date to ensure compliance with the H&S work act and UK BS ISO Occupational Health and Safety, Environmental and Ouality standards as appropriate.

In terms of its environmental impact, the Company is part of a Group-wide sustainability programme which is consistently being implemented and reviewed. The KION Group aims to continuously improve its sustainability performance, and to this end, the programme includes fourteen fields of action which were derived from an initial materiality analysis. Underpinning each action field is a specific programme with aims, measures and, where appropriate, quantifiable performance measures. The resulting sustainability targets define a minimum standard that is binding for the entire KION Group. The development of the action fields is ongoing. They include a review of sustainability requirements with incorporation into the product development process, and environmental protection measures such as the definition and management of an effective waste management system.

The Company upholds the shared KION Group values, which come under the four main headings of integrity, collaboration, courage and excellence. These shared values and leadership principles are designed to drive the individual actions of employees and their collaboration with colleagues, superiors, customers, suppliers and applicants.

Through its UK network operations, the Company organises various innovation days and product launches in order to engage proactively with its customers. These events have been scaled back significantly during the past two years, due to the ongoing Covid pandemic. The Company seeks to offer innovative solutions, especially in relation to environmental, automation and energy saving objectives, to support its customers with all their materials handling needs. The Company works very closely with its supply chain to ensure continuity of supply, with consideration of potential disruption due to post-Brexit legislative changes and other external and international factors. The Company engages with suppliers at all levels of the business to ensure conformance with the Company's compliance standards so that operations are able to run smoothly throughout the business and its supply chain.

The Directors have always, both collectively and individually, taken decisions for the long term and consistently aim to uphold the highest standards of business conduct. In this regard the UK senior management team meet at least on a monthly basis and discuss and agree ways in which it can continue to uphold the highest values in its relationship with customers & suppliers, employees, the local community and the environment.

## STRATEGIC REPORT (CONTINUED)

#### Key decisions in the year

The Group continues to invest significantly into the UK in terms of site infrastructure and IT systems.

During the year some of the Company's finance department functions were transferred to the KION Group Centre of Excellence based in Poland. This decision and ongoing project will ultimately lead to a best practice function that delivers efficiency savings and value adding expertise.

#### **FUTURE DEVELOPMENTS**

Except for the topics raised above in the section 172 statement, the Directors expect the general level of activity to remain consistent with 2021 in the forthcoming year. Details of significant events since the balance sheet date are contained in note 23 to the financial statements.

#### **CLIMATE CHANGE**

Details of the Company's approach to tackling climate change can be found in the Directors' Report on page 6, and forms part of this report by cross-reference.

#### PRINCIPAL RISKS AND UNCERTAINTIES

The Company faces cost pressures and competitor activity in its major markets which are expected to continue in the coming year. This includes price-led campaigns from competitors with the objective of securing market share. However, due to the Company's diverse customer base, it is not exposed to a downturn in any one industry sector, and as such the above risks are at least mitigated in part. The Company expects its sales volumes to move in line with GDP in its main markets. The Group has a programme of product design enhancements to maintain its leading technological position, and marketing initiatives to develop emerging global markets. The Company purchases most of its products from European factories within the Group. Therefore, there is exposure to exchange rate fluctuations and as such it enters in to forward exchange hedging contracts in order to mitigate this exposure. The Company is also subject to interest rate risk and carefully monitors its cash flow in mitigation.

The Company, through its operations, is exposed to the potential operational and financial risks associated with any post-Brexit changes. In recognising this risk, the Directors continue to monitor the scope and scale of any potential negative effects and have implemented various actions in mitigation. These actions have historically included stockpiling of essential parts within the UK to support customer requirements on a timely basis and further investment in the short-term rental fleet in order to ensure that all customer truck requirements are satisfied without delay. The Company continues to monitor the potential future impacts resulting post-Brexit. This includes the monitoring and updating of its systems and processes in light of ongoing customs and duty legislative changes. In addition, foreign exchange exposure risks, are mitigated by adherence to a long-term foreign exchange hedging policy.

The COVID-19 pandemic was declared a global pandemic by the World Health Organization (WHO) back in March 2020. In response to both the WHO and UK government advice, and for the protection of both employees and business, the Company prepared and communicated a number of guidelines. The Company has, within the framework of the guidelines, continued to operate as close to normal as is possible, whilst continuing to monitor and adhere to UK government guidance. These guidelines are being reviewed and updated on a regular basis in the light of current developments. Throughout this period the Company's priority has remained the ongoing safety of all employees – its own operational teams as well as those of customers and business partners. The Company continues to achieve this through the adoption of and strict adherence to all Government guidance on social distancing, good hand hygiene disciplines and other protective measures. All ongoing operations have been adapted to take this guidance into consideration for the safety of all parties. In considering the financial effects of the ongoing COVID-19 pandemic, management has analysed, assessed and scrutinised the resulting projections and scenario planning as prepared by KION Group in its response to the pandemic. In this respect the directors are confident that the overall going concern position is fully supported, and that they have not been able to identify any material uncertainties in relation to going concern. Further details can be found in the Director's Report (Going Concern section) on page 5.

Approved by the Board and signed on its behalf by

C Blebta Director

31 March 2022

PRIX

#### **DIRECTORS' REPORT**

The Directors present their annual report and the audited financial statements for the year ended 31 December 2021.

#### PRINCIPAL ACTIVITIES

The principal activities of the Company during the year were the sales of materials handling equipment.

#### POLITICAL CONTRIBUTIONS

No political donations were made (2020: £nil).

## **GOING CONCERN**

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In stating this position, the Directors recognise that the Company is dependent on KION Group for its financial support. In considering the ongoing COVID-19 pandemic, management has analysed, assessed and scrutinised the resulting projections and scenario planning as prepared by KION Group in its response to the pandemic. In this regard the directors are confident that the overall going concern position is fully supported, and that they have not been able to identify any material uncertainties in relation to going concern. The Company has in place financial support from KION Group AG for a period of at least 12 months from the date of signing. Thus, they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of accounting policies in the financial statements.

#### FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to several financial risks including credit risk, cash flow risk and liquidity risk. The use of financial derivatives is governed by the Group's policies approved by the board of directors, which provide written principles on the use of financial derivatives to manage these risks. The Company does not use derivative financial instruments for speculative purposes.

#### **DIVIDENDS**

The directors do not propose the payment of a dividend for the year ended 31 December 2021 (2020: £nil).

#### **DIRECTORS**

The directors who held office during the year and to the date of signing are set out on page 1 of these financial statements. The following changes occurred during the year:

A Lagler Appointed: 2<sup>nd</sup> February 2021 M Sammartano Resigned: 20<sup>th</sup> January 2021 A Krinninger Resigned: 2<sup>nd</sup> February 2021

## FUTURE DEVELOPMENTS AND EVENTS AFTER THE BALANCE SHEET DATE

Details of any future developments and events that have occurred after the balance sheet date can be found in the Strategic Report on page 4 and form part of this report by cross-reference.

#### **CASH FLOW RISK**

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company uses foreign exchange forward contracts to hedge these exposures. These forward contracts are entered in to via KION Group Treasury.

Interest bearing assets and liabilities are held at pre-agreed inter-company rates of interest. The rates of interest applied are in line with current market rates.

#### CREDIT RISK

The Company's principal financial assets are bank balances and cash, trade receivables, group treasury loans, other receivables and investments.

#### **DIRECTORS' REPORT (CONTINUED)**

The Company's credit risk is primarily attributable to its third-party trade receivables. However, it should be noted that most trade receivables are due from other Companies in the Group. The proportion of group company debt, versus third party, has been benefited further in recent years now that a far greater percentage of its finance debt is financed through the group company, KION Financial Services Limited. 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 credit risk on liquid funds and derivative financial instruments is limited because the counterparties are internal treasury entities within the Group.

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

#### LIQUIDITY RISK

It should be noted that the Company operates in a Group which adopts a daily sweep of cash balances. At the year end the Company had net current amounts owed to Group undertakings which led to a net current liability, and therefore the Company is reliant for its working capital on funds provided by these Group undertakings. The Company has financial support in place from KION Group AG for a period of at least 12 months from the date of signing.

The Directors are confident that the Company has adequate resources to continue in operational existence for the foreseeable future.

Further details regarding liquidity risk can be found in the Statement of accounting policies in the financial statements.

#### DISABLED EMPLOYEES

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Group and the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

#### **DIRECTORS' INDEMNITIES**

The Group 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.

## STREAMLINED ENERGY AND CARBON REPORTING (SECR)

According to the Streamlined Energy and Carbon Reporting (SECR) requirements for large companies, we present the following information regarding energy and carbon. This information is disclosed in respect of the combined UK LMH entities in total. There are several facilities shared across different entities, and as such we were not able to split by entity at this time.

- 1) The annual quantity of emissions in tonnes of carbon dioxide equivalent resulting from the activities which the company is responsible involving:
  - a) The emissions from activities which the company owns or controls, including combustion of fuel and operation of facilities is 6,014.820 tonnes CO2e.
  - b) The emissions from purchase of electricity, heat, steam and cooling purchased for own use is 896.140 tonnes of CO2e.
- 2) The breakdown of the key sources of emissions (for example, electricity or vehicles) and energy use (for example, giving separate figures for gas, electricity, transport fuel and other energy sources):
  - a) Diesel 4,086 t CO2e (58,452 GJ)
  - b) Natural gas 1,156 t CO2e (20,511 GJ)
  - c) Electricity 896 t CO2e (10,787 GJ)
- 3) In KWH the annual quantity of energy consumed from activities for which the company is responsible, for purposes of calculating emissions, is 28,129,580 kwh.
- 4) The usage of renewable energy and carbon offsets is as follows:
  - a) Electricity from renewable sources 10,787 GL (market based)

## **DIRECTORS' REPORT (CONTINUED)**

#### STREAMLINED ENERGY AND CARBON REPORTING (SECR) (CONTINUED)...

- 5) The KION Group emissions reduction target is for a 30% reduction over the period 2017 2027. The KION sustainability report, including greenhouse gas emissions reporting is audited by Deloitte (limited assurance).
- 6) The methodologies used to calculate the information disclosed:
  - We are using the GHG Protocol Corporate Accounting and Reporting Standard, conversion factors for fuels from UK Government's GHG Conversion Factors for Company Reporting 2020, and for electricity it is based on data published by the German Association of the Automotive Industry (VDA, as of 2019).
- 7) The Company's annual emissions in relation to sales turnover can be expressed as 1t CO2e per £55k turnover.

#### ANTI-SLAVERY

The Company has a zero-tolerance approach to modern slavery and human trafficking and takes all necessary steps to ensure that slavery and trafficking are not taking place in any of its supply chains, or in any part of its own business. The Company is committed to acting ethically and with integrity in all its business dealings and relationships and is committed to implementing and enforcing effective systems and controls to ensure modern slavery and human trafficking is not taking place anywhere within the Company or those of its suppliers. The Company's anti-slavery policy is published and reviewed on an annual basis and is available in full on the Company's website.

#### **CLIMATE CHANGE**

The Company is committed to a program of continual improvement in environmental performance, including protection of the environment and minimising its impact on climate change. This includes, where possible, preventing pollution at source, taking into consideration business objectives, employees, the local community and continual improvement of its Environmental Management System. The Company takes very seriously its responsibility to address climate change concerns, and to minimise waste through better utilisation of raw materials, including use of reusable and recyclable materials. Further it seeks to establish objectives and targets for the reduction of gas, electricity and water.

### **EMPLOYEE CONSULTATION**

The Company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Group and the Company. This is achieved through formal and informal meetings and internal news publications prepared by both the Company and by the Group. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests.

#### **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 ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

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

A resolution to reappoint Deloitte LLP will be proposed at the forthcoming Annual General Meeting. Approved by the Board on 31 March 2022 and signed on its behalf by

C Blebta

Chein

Director

#### **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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LINDE MATERIAL HANDLING (UK) LIMITED

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

#### Opinion

In our opinion the financial statements of Linde Material Handling (UK) Limited (the 'company'):

- Give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended.
- Have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- Have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of comprehensive income
- the statement of changes in equity;
- the related notes 1 to 24.

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 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 Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### 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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LINDE MATERIAL HANDLING (UK) LIMITED (CONTINUED)

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.

#### 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.

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. This description forms part of our auditor's report.

#### Extent to which the audit was considered 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 can detect irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. These included Health & Safety regulations, Bribery Act 2010, Data Protection Act and Employment and Labour laws and regulations.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LINDE MATERIAL HANDLING (UK) LIMITED (CONTINUED)

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address them are described below:

Recognition of revenues on new truck sales, which are shipped and invoiced close to year-end was determined
to be a significant risk due to fraud: we tested the month reporting controls and audited revenue recognised
close to year end against supporting documents including invoices and delivery documentation.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

#### Report on other legal and regulatory requirements

### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken during 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 during the audit, we have not identified any material misstatements in the strategic report or the directors' report.

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

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.

#### 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

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LINDE MATERIAL HANDLING (UK) LIMITED (CONTINUED)

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.

Tobias Wright, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Reading, United Kingdom

Tobias Wight

31 March 2022

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £'000	2020 £'000
TURNOVER	3	189,569	195,077
Cost of sales		(164,116)	(176,510)
Gross profit		25,453	18,567
Administrative expenses Distribution expenses Other operating income		(16,658) (5,950) 2,595	(15,270) (13,273) 4,471
OPERATING PROFIT/(LOSS)		5,440	(5,505)
Income from participating interests Impairment in investments Finance costs (net)	4 12 5	(559)	61,734 (37,974) (1,286)
PROFIT BEFORE TAXATION Tax debit on profit	6 9	5,715 (3,470)	16,969 (504)
PROFIT FOR THE FINANCIAL YEAR		2,245	16,465

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £'000	2020 £'000
Profit for the financial year		2,245	16,465
Remeasurement of foreign exchange hedging at fair value Remeasurement of net defined benefit asset	18 21	(4,462) 22,420	7,785 2,528
Tax relating to components of other comprehensive income		(4,638)	(1,849)
Other comprehensive income		13,320	8,464
Total comprehensive income		15,565	24,929

## BALANCE SHEET As at 31 December 2021

	Note	2021 £'000	2020 £'000
FIXED ASSETS Tangible assets	11	5,256	5,278
Investments	12	89,833	89,010
		95,089	94,288
Pension scheme surplus	21	67,020	45,000
CURRENT ASSETS			
Stocks Debtors	13	5,320	4,812
<ul><li>due within one year</li><li>Cash at bank and in hand</li></ul>	14	38,522 476	90,780 475
	•	44,318	96,067
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	15	(118,360)	(163,378)
NET CURRENT LIABILITIES		(74,042)	(67,311)
TOTAL ASSETS LESS CURRENT LIABILITIES		88,067	71,977
CREDITORS: AMOUNTS FALLING DUE AFTER			
MORE THAN ONE YEAR Provisions for liabilities	16 17	(312) (3,992)	(186)
NET ASSETS		83,763	68,198
CAPITAL AND RESERVES			
Called-up share capital Capital redemption reserve	19	92,576 500	92,576 500
Other reserves		195	195
Hedge reserve		(2,195)	2,267
Profit and loss account		(7,313)	(27,340)
SHAREHOLDER'S FUNDS		83,763	68,198

The financial statements of Linde Material Handling (UK) Limited (registered number 00324340) were approved by the board of directors and authorised for issue on 31 March 2022. They were signed on its behalf by:

C Blebta

Cken

Director

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2021

	Called- up share capital	Capital redemption reserve	Other reserves	Hedge reserve	Profit and loss account	Total
	£'000	£'000	£'000	£'000	£'000	£'000
On 1 January 2020	92,576	500	195	(5,518)	(44,484)	43,269
Profit for the financial year Remeasurement of net defined benefit asset	-	-	-	-	16,465	16,465
(see note 21) Remeasurement of foreign exchange hedging at fair value (see note	-	-	-	-	2,528	2,528
18) Tax relating to items of other	. <del>-</del>	-	<b>-</b>	7,785	-	7,785
comprehensive income			-	-	(1,849)	(1,849)
Total Comprehensive Income			_	7,785	17,144	24,929
At 31 December 2020	92,576	500	195	2,267	(27,340)	68,198
Loss for the financial year Remeasurement of net defined benefit asset	-	-	-	-	2,245	2,245
(see note 21) Remeasurement of foreign exchange hedging at fair value (see note	-	-	-	-	22,42Ô	22,420
18) Tax relating to items of other comprehensive	-	-	-	(4,462)	-	(4,462)
income	<del>-</del>	-	-	<u>-</u> .	(4,638)	(4,638)
Total Comprehensive Income				(4,461)	20,027	15,565
At 31 December 2021	92,576	500	195	(2,195)	(7,313)	83,763

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

#### **GENERAL INFORMATION**

Linde Material Handling (UK) Limited is a private company limited by shares, incorporated in the United Kingdom and registered in England and Wales. The address of the registered office is given on page 1. The nature of the group's operations and its principal activities are set out in the directors' report on page 6.

#### **Basis of preparation**

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 ("FRS 102") issued by the Financial Reporting Council.

The functional currency of Linde Material Handling (UK) Limited is pounds sterling as that is the currency of the primary economic environment in which the Company operates.

Linde Material Handling (UK) Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in relation to the presentation of a cash flow statement and remuneration of key management personnel.

The financial statements of the Company are consolidated only into the financial statements of its ultimate parent undertaking and controlling party, KION Group AG. The Company has therefore taken advantage of the disclosure exemptions available to it in respect of not preparing consolidated statements.

#### 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 strategic report. The directors' report further describes the financial position of the Company; its cash flows, liquidity position and borrowing facilities; the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; details of its financial instruments and hedging activities; and its exposure to credit risk and liquidity risk.

The Company's forecasts and projections, taking account of reasonable changes in market performance, show that the Company should be able to operate within the level of its available working capital. It should be noted that the Company operates in a Group which adopts a monthly sweep of cash balances. At the year end the Company had net current amounts owed to Group undertakings which led to a net current liability, and therefore the Company is reliant for its working capital on funds provided by these Group undertakings.

The Company has adequate resources to continue in operational existence for the foreseeable future. In stating this position, it is recognised that the Company is dependent on KION Group for its financial support. In considering the ongoing COVID-19 pandemic, management has analysed, assessed and scrutinised the resulting projections and scenario planning as prepared by KION Group in its response to the pandemic. In this regard the directors have confirmed that the overall going concern position is fully supported, and that they have not been able to identify any material uncertainties in relation to going concern. The Company has in place financial support from KION Group AG for a period of at least 12 months from the date of signing. Thus, they continue to adopt the going concern basis in preparing the annual financial statements.

#### Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Freehold buildings 15 to 40 years
Plant and machinery 3 to 10 years
Furniture, fixtures, tools & equipment 3 to 10 years

Leasehold property is amortised over the remaining term of the lease or forty years, whichever is the shorter period.

# NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 1. ACCOUNTING POLICIES (CONTINUED)

Residual value represents the estimated amount which would currently be obtained from disposal of an asset, after deducting estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life.

#### Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all its liabilities.

#### Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Note 18 sets out details of the fair values of the derivative instruments used for hedging purposes.

#### Derivative financial instruments

The Company designates certain derivatives as hedging instruments in cash flow hedges.

At the inception of the hedge relationship, the entity documents the economic relationship between the hedging instrument and the hedged item, along with its risk management objectives and clear identification of the risk in the hedged item that is being hedged by the hedging instrument. Furthermore, at the inception of the hedge the Company determines and documents causes for hedge ineffectiveness.

Derivative financial instruments that are part of a formally documented hedge with a hedged item are not assigned to any of the IFRS 9 measurement categories and are therefore recognised in accordance with the hedge accounting rules described below.

In the case of cash flow hedges for hedging currency risk and interest-rate risk, derivatives are used to hedge future cash flow risks from existing hedged items, planned transactions and firm obligations not reported in the statement of financial position. The effective portion of changes in the fair value of derivatives is initially recognised in equity in the hedge reserve (other comprehensive income). The amounts previously recognised in the hedge reserve are subsequently reclassified to the income statement when the gain or loss on the corresponding hedged item is recognised. Any ineffective portion of the changes in fair value is recognised immediately in the income statement.

Derivative financial instruments that are not part of a formally documented hedge are recognised at fair value. The gain or loss on re-measurement to fair value is recognised immediately in profit or loss.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 1. ACCOUNTING POLICIES (CONTINUED)

#### Investments

In the Company balance sheet, investments in subsidiaries and associates are measured at cost less impairment. For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value of the shares issued plus fair value of other consideration. Any premium is ignored.

#### Stocks

Stocks are stated at the lower of cost and net realisable value, which is the estimated selling price less further costs for completion and disposal. Raw materials, components, sundry stocks and goods are valued at cost of purchase on a moving average basis. Work-in-progress and finished goods are valued at purchase cost less any impairment provisioning. Provision is made for obsolete, slow-moving or defective items where appropriate.

#### Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

#### Non-financial assets:

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

#### Financial assets:

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

### Leases: lessee accounting

Assets held under finance leases, hire purchase contracts and other similar arrangements, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets at the fair value of the leased asset (or, if lower, the present value of the minimum lease payments as determined at the inception of the lease) and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant periodic rate of interest on the remaining balance of the liability.

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.

#### Leases: lessor accounting

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease.

#### Share-based payments

The Company grants to its employee's rights to equity instruments of KION Group AG, its ultimate parent company. The required disclosures are therefore included in KION Group AG's consolidated financial statements.

A liability equal to the portion of the services received is recognised at the current fair value determined at each balance sheet date for cash-settled share-based payments.

For cash-settled share-based payments, a liability is recognised for the services acquired, measured initially at the fair value of the liability. At each balance sheet date until the liability is settled, and at the date of settlement, the fair value of the liability is re-measured, with any changes in fair value recognised in profit or

# NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 1. ACCOUNTING POLICIES (CONTINUED)

#### Share-based payments (continued)

loss for the year.

#### 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 years 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 (other than goodwill) 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. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company can control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future. 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 measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

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 year in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

#### Turnover

Turnover is stated net of VAT and trade discounts and is recognised when the significant risks and rewards are considered to have been transferred to the buyer. Turnover from the sale of goods is recognised when the goods are physically delivered to the customer. Turnover from the supply of services represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the fair value of the consideration received or receivable. Where a contract has only been partially completed at the balance sheet date turnover represents the fair value of the service provided to date based on the stage of completion of the contract activity at the balance sheet date. Where payments are received from customers in advance of services provided, the amounts are recorded as deferred income and included as part of creditors due within one year.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 1. ACCOUNTING POLICIES (CONTINUED)

#### Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the 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.

Other exchange differences are recognised in profit or loss in the year in which they arise except for:

- exchange differences on transactions entered to hedge certain foreign currency risks; and
- exchange differences arising on gains or losses on non-monetary items which are recognised in other comprehensive income.

#### **Employee benefits**

For defined benefit schemes the amounts charged to operating profit are the costs arising from employee services rendered during the year and the cost of plan introductions, benefit changes, settlements and curtailments. They are included as part of staff costs. The net interest cost on the net defined benefit liability is charged to profit or loss and included within finance costs. Remeasurement comprising actuarial gains and losses and the return on scheme assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in other comprehensive income.

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Company, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other retirement benefits is the contributions payable in the year. 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.

#### Government grants

Where the company has received grants, for example under Coronavirus business support schemes these have been accounted for under the accrual model and recognised within other operating income.

# 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 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 year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

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

The directors have made no critical judgements (apart from those involving estimations, which are dealt with separately below), which would have had a significant effect on the amounts recognised in the financial statements, in the process of applying the Company's accounting policies.

# NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

# 2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

#### Key source of estimation uncertainty:

The following are the key sources of estimation uncertainty, apart from those involving critical judgements (which are dealt with separately above), 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 the financial statements.

#### Defined benefit pension scheme (see note 21)

The assumptions used in the calculation of the pension surplus / deficit include discount rate, future pension increases and inflation. Further estimations used relate to mortality assumption and retirement age. These are

based on historical information with adjustments made for anticipated future changes. Management monitor funding levels annually and the funding schedule is reviewed by the Group and the trustees every three years.

#### 3. ANALYSIS OF TURNOVER.

The turnover is wholly attributable to the principal activity of the company and arose in the United Kingdom. Turnover by destination is not different to turnover by origin.

An analysis of the turnover is as follows:

	Sale of goods Supply of services	2021 £000 189,569	<b>2020 £000</b> 164,699 30,378
		189,569	195,077
4.	INCOME FROM PARTICIPATING INTERESTS.		
	An analysis of this income is as follows:		
	Dividends received from subsidiaries Other investment income	2021 £000 834	2020 £000 - 61,734
		834	61,734

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 5. FINANCE COSTS (NET)

6.

Foreign exchange loss

Gain on fixed asset disposals

Impairment of investments

Other income - relating to furlough of staff

Inventories recognised as an expense

Interest payable and similar expenses	2021 £'000 1,145	2020 £'000 2,189
Interest receivable and similar income Other finance income	(16) (570)	(113) (790)
	559	1,286
Interest payable and similar expenses	2021 £'000	2020 £'000
Loans from entities with control over the entity Finance leases and hire purchase contracts	1,145	1,660 529
	1,145	2,189
Interest receivable and similar income	2021 £'000	2020 £'000
Interest receivable from Group companies	(16)	(113)
	(16)	(113)
Other finance income	2021 £'000	2020 £'000
Net interest on defined benefit liability (see note 21)	(570)	(790)
	(570)	(790)
PROFIT/(LOSS) BEFORE TAXATION		
(Profit)/loss before taxation is stated after charging/(crediting):		
Depreciation of tangible fixed assets (note 11) Operating lease rentals	2021 £'000 225 1,695	<b>2020 £'000</b> 3,160 4,140

652

(28)

(536)

159,270

37,974

1,472

159,981

(6)

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

7.

## 6. PROFIT/(LOSS) BEFORE TAXATION (CONTINUED)

The analysis of the auditor's remuneration is as follows:

	2021 £'000	2020 £'000
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	75	75
Fees payable to the company's auditor and its associates for other services to the Company		
The audit of the company's subsidiaries	80	156
Total audit fees	155	231
Other services	-	-
Total non-audit fees		
·		
	<u>155</u>	231
STAFF NUMBERS AND COSTS	<b>&gt;</b>	
The average monthly number of employees (including executive directors) was:	2021	2020
	Number	Number
Distribution and administration	247	278
	247	278
Their aggregate remuneration comprised:	<del></del>	
Then aggregate remaineration comprised.	2021	2020
	£'000	£'000
Wages and salaries	13,297	15,726
Social security costs	1,420 1,124	1,862 1,453
Other pension costs	1,124	
	15,841	19,041

'Other pension costs' includes only those items included within operating costs. Items reported elsewhere have been excluded.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 8. DIRECTOR'S REMUNERATION AND TRANSACTIONS

	2021 £'000	2020 £'000
Directors' remuneration		
Emoluments	654	839
Company contributions to defined contribution pension schemes	23	48
	677	887
, and the second		
The number of directors who:	Number	Number
Are members of a defined contribution pension scheme  Had awards receivable in the form of share	7	5
appreciation rights under a long-term incentive scheme	5	1
	2021 £'000	2020 £'000
Remuneration of the highest paid director: Emoluments	271	260
Amounts receivable under long term incentive schemes		15

The highest paid director has not exercised any share options in the period. Pension contributions of £nil were made in the period.

Directors' emoluments paid in 2021 include amounts that were borne by another group company.

## 9. TAX ON PROFIT

The tax credit comprises:

	2021 £'000	2020 £'000
Current tax on profit		
UK corporation tax	588	(2,242)
Adjustments in respect of prior years		
UK corporation tax	687	365
Total current tax	1,275	(1,877)
Deferred tax		
Origination and reversal of timing differences	3,963	2,324
Changes to deferred tax rate	(1,768)	57
Total deferred tax	2,195	2,381
Total tax on profit	3,470	504

# NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 9. TAX ON PROFIT (CONTINUED)

The standard rate of tax applied to reported profit/(loss) is 19 % (2020: 19 %). The applicable tax rate is aligned with the substantive enactment of the Finance Act 2017. Deferred tax has been calculated at 25% (2020: 19%), being the future corporation tax rates announced. During the year beginning 1 January 2022, the net reversal of deferred tax assets and liabilities is expected to decrease the corporation tax charge for the year by £293,613. This is due to projected capital allowance claims by the company during the forthcoming year.

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

The differences between the total tax credit shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit/(loss) before tax is as follows:

	2021 £'000	£'000
Company profit before tax	5,715	16,969
Tax on Company profit/(loss) at standard UK corporation tax rate of 19 % (2020: 19 %)	1,086	3,224
Effects of: - Depreciation for year less than capital allowances - Expenses not deductible for tax purposes - Income not taxable - Other timing differences - Adjustments to tax charge in respect of previous years - Change in deferred tax liability	(348) 111 (158) (103) 687 2,195	(339) 43 (4,637) (644) 365 2,492
Total tax credit for the year	3,470	504

#### Factors affecting the tax charge for the current and future years

In 2020 the UK Government made the decision to formally to retain the 19% corporation tax rate up to and including tax years commencing 1<sup>st</sup> April 2022. Accordingly, this rate has been applied when calculating Corporation Tax. The UK government further announced that from 1<sup>st</sup> April 2023 the main rate of corporation tax will be increased to 25%, and as such this rate has been used to calculate Deferred Tax.

#### 10. SHARE-BASED PAYMENTS

The Company grants to its employee's rights to equity instruments of KION Group AG, its ultimate parent company. The required disclosures are therefore included in KION Group AG's consolidated financial statements. Linde Material Handling (UK) 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.

#### Cash-settled share-based payment schemes

#### LTI scheme:

The company issues to certain employees share appreciation rights (SARs), determined by reference to the parent company's shares.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

### 10. SHARE-BASED PAYMENTS (CONTINUED)

## Cash-settled share-based payment schemes (continued)

As at 31 December 2021 the fair value of one virtual share was €94.01 for the 2019 tranche (€58.26 as at 31 December 2020), €96.56 for the 2020 tranche (€52.86 as at 31 December 2020) and €76.53 for the 2021 tranche. On that date, the total fair value based on 3,982 virtual shares for the 2019 tranche (3,802 as at 31 December 2020), 3,797 virtual shares for the 2020 tranche (3,445 as at 31 December 2020) and 3,165 virtual shares for the 2021 tranche, was £827,818 (£452,043 as at 31 December 2020). The performance period for the LIFT scheme has been set at 36 months and therefore a pro-rata debit of £415,734 was recognised in 2021 (£119,000 debit in 2020). The total carrying amount for liabilities in connection with the share-based remuneration as at 31.12.2021 was £685,204 (£329,000 as at 31 December 2020).

#### KEEP scheme:

In 2015 the KION Group launched its employee equity programme, KEEP, into the UK. Under the scheme qualifying employees can purchase shares in the KION Group, and for every share purchased the employee is entitled to one bonus share after the completion of a three-year vesting period.

#### 11. TANGIBLE FIXED ASSETS

	Land and b	uildings			
				Fixtures,	
				fittings, tools	
			Plant and	and	
	Freehold £'000	Leasehold £'000	machinery £'000	equipment £'000	Total £'000
Cost					
On 1 January 2021	9,958	7,828	2,232	6,988	27,006
Additions	6	-	2	195	203
Disposals	-			(6,186)	(6,186)
On 31 December 2021	9,964	7,828	2,234	997	21,023
Depreciation					
On 1 January 2021	5,352	7,277	2,129	6,969	21,727
Charge for the year	99	64	52	11	226
Disposals				(6,186)	(6,186)
On 31 December 2021	5,451	7,341	2,181	794	15,767
Net book value					
On 31 December 2021	4,513	487	53	203	5,256
On 31 December 2020	4,605	551	103	19	5,278

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 12. FIXED ASSET INVESTMENTS

## Investments

The Company has investments in the following subsidiary undertakings, associates and other significant investments.

Subsidiary undertakings:	Registered office address	Principal activity	Holding	%
Linde Heavy Truck Division Limited	Kingsclere Road Basingstoke RG21 6XJ	Supply of materials handling equipment	Ordinary	100
Linde MH UK Limited	Kingsclere Road Basingstoke RG21 6XJ	Supply and service of materials handling equipment	Ordinary	100
Linde Jewsbury's Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant company	Ordinary	100
Linde Material Handling East Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100
Linde Material Handling South East Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100
Linde Severnside Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100
Linde Material Handling Scotland Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100
Linde Sterling Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100
Linde Creighton Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100
Castle Lift Trucks Limited	Kingsclere Road Basingstoke RG21 6XJ	Holding Company	Ordinary	100
Creighton Materials Handling Limited	Kingsclere Road Basingstoke RG21 6XJ	Holding Company	Ordinary	100
Fork Truck Rentals Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant Company	Ordinary	100
Fork Truck Training Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant Company	Ordinary	100
McLeman Forklift Services Limited	Kingsclere Road Basingstoke RG21 6XJ	Non-trading	Ordinary	100

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 12. FIXED ASSET INVESTMENTS (CONTINUED)

Subsidiary Undertakings:	Registered office address	Principal Activity	Holding	%
Linde Castle Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant Company	Ordinary	100
DBS Brand Factors Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant Company	Ordinary	100
Stephensons Enterprise Fork Trucks Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant Company	Ordinary	100
Lancashire (Fork Truck) Services Limited	Kingsclere Road Basingstoke RG21 6XJ	Dormant Company	Ordinary	100
Directly Held Associates: Chadwick Material Handling Ltd	g 18 Edinburgh Way, Leafield Industrial Estate, Corsham, Wiltshire, SN13 9XZ	Distributor of materials handling equipment	Ordinary	48

The capital and reserves of the directly held associate, Chadwick Material Handling Ltd, as at 31 December 2021 were as follows:

	£'000
Called up share capital	1,035
Retained earnings	127

In the year ending 31 December 2021, the net profit of Chadwick Material Handling Ltd was £155,472.

## Subsidiary undertakings:

	£'000
Cost	
At 1 January 2021 Additions	178,859 823
At 31st December 2021	179,682
Provisions for impairment At 1 January 2021 and 31st December 2021	(90,346)
Carrying value at 31st December 2021	89,336
Associate Undertakings:	
Cost and carrying value	£'000
At 1 January 2021 and 31 December 2021	497
There were no subsidiary acquisitions during the year ended 31 December 2021.	

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

#### 13. STOCKS

	2021 £'000	2020 £'000
Work in progress Finished goods and goods for resale	232 5,088	646 4,166
	5,320	4,812

There is no material difference between the balance sheet value of stocks and their replacement cost.

The amount of inventories recognised as an expense during the year amounted to £159,981,000 (2020: £159,270,000).

## 14. DEBTORS

	2021 £'000	2020 £'000
Amounts falling due within one year:		
Trade debtors	1,200	1,268
Other debtors	260	526
Prepayments and accrued income	2,752	1,695
Amounts owed by entities with control over the entity	14,960	65,853
Amounts owed by subsidiary undertakings	17,318	12,246
Amounts owed by group undertakings	2,032	9,192
	38,522	90,780

Amounts owed by entities with control over the entity includes loans of £13,741,633 (2020: £60,543,906) which are repayable on demand and have arisen from trading activity. Interest is receivable on the loans at a variable rate of SONIA + 0% on the principal amounts. This variable rate replaced LIBOR on 1<sup>st</sup> January 2021, the impact of which is negligible. The rates of interest applied are in line with current market rates. The remaining balance relates to trade receivables which are cleared via inter-company netting in the following month.

## 15. CREDITORS – AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021 £'000	2020 £'000
Trade creditors	15,288	14,995
Amounts owed to entities with control over the entity	74,540	136,440
Amounts owed to subsidiary undertakings	19	12
Amounts owed to group undertakings	12,467	2,360
Other taxation and social security	1,966	2,318
Other creditors	152	158
Deferred tax (see note 17)	13,928	7,095
	118,360	163,378

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 15. CREDITORS – AMOUNTS FALLING DUE WITHIN ONE YEAR (CONTINUED)

Amounts owed to group undertakings includes loans of £72,457,700.72 (2020: £136,440,441 which are repayable on demand and have arisen from trading activity. Interest is payable on the loans at a variable rate of SONIA + 1.56% on the principal amounts. This variable rate replaced LIBOR on 1<sup>st</sup> January 2021, the impact of which is negligible. The rates of interest applied are in line with current market rates. The remaining balance relates to trade payables which are cleared via inter-company netting in the following month.

## 16. CREDITORS - AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2021 £'000	2020 £'000
Liability for share-based payments	312	186
	312	. 186
17. PROVISIONS FOR LIABILITIES	Product Warranties £'000	Total £'000
On 1 January 2021 Charged to profit and loss account Released Utilised	3,593 3,934 (539) (2,996)	3,593 3,934 (539) (2,996)
On 31 December 2021	3,992	3,992
Deferred tax		
Deferred tax is provided as follows:	•	
	2021 £'000	2020 £'000
Difference between accumulated depreciation and capital allowances Foreign exchange hedging fair value adjustment DB pension scheme asset	(2,278) (549) 16,755	(2,048) 430 8,713
Deferred tax liability (note 15)	13,928	7,095

The deferred tax liability balance as at 31 December 2021 has been recognised in creditors (see note 15).

## **Product warranties**

The warranty provision covers warranty claims on new trucks sold to its UK customers. This provision is intended to cover anticipated warranty claims occurring within 12 months of sales.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 18. FINANCIAL INSTRUMENTS

The carrying values of the Company's financial assets and liabilities are summarised by category below:

	2021 £'000	2020 £'000
Financial assets		
Debt instruments measured at amortised cost		
• Loans receivable (see note 14)	13,741	60,544
Measured at undiscounted amount receivable		
<ul> <li>Trade and other debtors (see note 14)</li> </ul>	1,460	1,794
Amounts due from associates (see note 14)	19,350	21,438
Measured at fair value		
<ul> <li>Amounts owed by entities with control over the entity:</li> <li>Derivative financial assets designated in an effective hedging</li> </ul>		
relationship (see note 14)	4	2,367
•	34,555	86,143
Financial liabilities		
Measured at undiscounted amount payable		
<ul> <li>Trade and other creditors (see note 15)</li> </ul>	15,440	14,479
<ul> <li>Amounts owed to entities with control of the entity (note 15)</li> </ul>	72,458	136,440
<ul> <li>Amounts owed to subsidiary undertakings</li> </ul>	19	12
Amounts owed to group undertakings	14,978	2,360
Measured at fair value		
<ul> <li>Amounts owed to entities with control over the entity:         Derivative financial liabilities designated in an effective         Hedging relationship (see note 15)     </li> </ul>	2,199	101
	105,094	153,392

For all financial assets and liabilities that have been measured at fair value, these have been measured using current market exchange rates.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

### 18. FINANCIAL INSTRUMENTS (CONTINUED)

#### Cash flow hedges

#### Forward foreign currency contracts

The following table details the forward foreign currency contracts outstanding as at the year-end:

Outstanding contracts		ontractual ige rate	Notion	al value	Fair v	alue
	2021 [rate]	2020 [rate]	2021 £'000	2020 £'000	2021 £'000	2020 £'000
Buy Euros 1-12 months	1.139	1.118	98,334	119,843	94,169	119,793
					94,169	119,793

The Company has entered contracts to purchase goods from other group companies in Euro's. The Company has entered forward foreign currency contracts to hedge the exchange rate risk arising from these anticipated future transactions, which are designated as cash flow hedges. The hedged cash flows are expected to occur and to affect profit or loss within the next 12 months.

Gains of £4.5m (2020: £7.8 million loss) were recognised in other comprehensive income. A loss of £2.3 million (2020: £0.2 million loss) was reclassified to profit or loss for the year.

The Company's income, expense, gains and losses in respect of financial instruments are summarised below:

		2021 £'000	2020 £'000
	Interest income and expense		
	Total interest income for financial assets at amortised cost	16	113
	Total interest expense for financial liabilities at amortised cost	1,145	1,660
	Fair value gains and losses		
	On derivative financial assets designated in an effective hedging relationship	_	7,785
	On derivative financial liabilities designated in an effective hedging relationship	(4,462)	-
19.	CALLED-UP SHARES AND RESERVES		
	•	2021 £'000	2020 £'000
	Authorised, allotted and fully-paid		
	92,576,000 ordinary shares of £1 each	92,576	92,576
	Capital redemption reserve	500	500
	Hedge reserve	(2,195)	2,267
	Other reserves	195	195
		91,076	95,538

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

The Company's other reserves are as follows:

The profit and loss reserve represents cumulative profits or losses, including unrealised profit on the remeasurement of investment properties, net of dividends paid and other adjustments. The profit and loss reserve includes accounting adjustments recognised on transition to FRS 102.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

The capital redemption reserve represents the cumulative amount transferred following the redemption / purchase of the company's shares.

#### 20. FINANCIAL COMMITMENTS

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

2021		2020	
Land and buildings £'000	Other £'000	Land and buildings £'000	Other
20	316	20	344
80	275	80	295
267		267	
367	591	367	639
	Land and buildings £'000  20 80 267	buildings £'000 £'000  20 316 80 275 267 -	Land and buildings £'000         Other £'000         Land and buildings £'000           20         316         20           80         275         80           267         -         267

#### 21. EMPLOYEE BENEFITS

#### **Defined contribution schemes**

The Company operates defined contribution retirement benefit schemes for all qualifying employees. The total expense charged to profit or loss in the year ended 31 December 2021 was £819,862 (2020: £845,621).

#### Defined benefit schemes

The Company operates two defined benefit schemes for qualifying employees. The schemes are funded schemes

The most recent actuarial valuations of schemes were carried out as at 1 January 2021. The valuations revealed that both schemes had a funding surplus and so no recovery plan contributions are payable. The Group monitor funding levels annually and the contribution schedule is reviewed by the Group and the trustees every three years. The next three-yearly valuation is due as at 1 January 2024. The present value of the defined benefit obligation and the current service cost were measured using the projected unit credit method.

	Valuation	Valuation at	
	2021	2020	
Key assumptions used:			
Discount rate	1.80%	1.25%	
Future pension increases	4.25%	4.25%	
Inflation	3.70%	3.00%	

#### Mortality assumptions:

Investigations have been carried out within the past three years into the mortality experience of the Company's defined benefit schemes. These investigations concluded that the current mortality assumptions include sufficient allowance for future improvements in mortality rates. The weighted average life expectancy, on retirement at age 65, for mortality tables used to determine benefit obligations are:

Valuation	Valuation at	
2021 years	2020 years	
22.1	22.1	
23.8	23.8	

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 21. EMPLOYEE BENEFITS (CONTINUED)

Amounts recognised in the profit and loss account in respect of these defined benefit schemes are as follows:

	2021 £'000	2020 £'000
Current service cost	620	810
Net interest income	(570)	(790)
Loss on changes		230
	50	250
	2021	2020
	£'000	£'000
Effect of changes in assumptions	(10,430)	26,180
Effect of experience adjustments	(8,020)	-
Return on plan assets (excluding interest income)	(3,970)	(27,850)

The amount included in the balance sheet arising from the Company's obligations in respect of its defined benefit retirement benefit schemes is as follows:

	2021 £'000	2020 £'000
Present value of defined benefit obligations Fair value of scheme assets	(337,520) 404,540	(367,500) 412,500
Net surplus recognised in the balance sheet	67,020	45,000

Movements in the present value of defined benefit obligations were as follows:

	2021 £'000	2020 £'000
At 1 January	367,500	350,150
Service cost	620	810
Interest cost	4,490	6,340
Actuarial losses	(10,430)	26,180
Benefits paid	(16,640)	(16,210)
Loss on changes	<del>-</del>	230
Effect of experience adjustments	(8,020)	
At 31 December	337,520	367,500

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

## 21. EMPLOYEE BENEFITS (CONTINUED)

Movements in the fair value of scheme assets were as follows:

	2021 £'000	2020 £'000
At 1 January	412,500	393,002
Interest income	5,060	7,130
Actuarial gains	3,970	28,708
Contributions from the employer	540	810
Benefits paid	(16,640)	(15,000)
Administrative expenses	(890)	(940)
At 31 December	404,540	412,500

The analysis of the scheme assets at the balance sheet date was as follows:

	Fair value of	Fair value of assets	
	2021 £'000	2020 £'000	
Equity instruments	30,100	34,140	
Debt instruments	341,950	356,990	
Cash and cash equivalents	14,670	7,160	
Other	17,820	14,210	
	404,540	412,500	

#### 22. CONTINGENT LIABILITIES

At 31 December 2021 the Company had given guarantees to the value of £400,000 (2020: £400,000) to a third party banking partner in respect of overseas trade and in favour of HM Customs and Excise, in respect of VAT and duties on imported goods.

## 23. SUBSEQUENT EVENTS

There are no subsequent events to report.

## 24. CONTROLLING PARTY

The ultimate parent undertaking and controlling party is KION Group AG, which is incorporated in Germany and is listed on the Frankfurt Stock Exchange. The registered office address is Thea-Rasche-Strasse 8, 60549 Frankfurt, Germany. The financial statements of the Company are consolidated only into the financial statements of KION Group AG.

The consolidated financial statements of KION Group AG are available to the public and copies can be obtained from the KION Group's website, www.kiongroup.com, or from Linde Holdings Limited, Kingselere Road, Basingstoke, Hampshire, RG21 6XJ.

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2021

The immediate parent undertaking is Linde Holdings Limited, a Company registered in England and Wales. Copies of the immediate parent's financial statements may be obtained from Linde Holdings Limited, Kingsclere Road, Basingstoke, Hampshire, RG21 6XJ.

The Company's registered address is Kingsclere Road, Basingstoke, Hampshire, RG21 6XJ.