Directors' Report and Consolidated Financial Statements for the year ended 31 December 2018

Registered number 00564955

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## Directors and advisors

#### **Directors**

The Lord Bamford DL G H A Bamford E T D Leadbeater G A Macdonald M W E Turner R I Molson

### Company secretary

S E R Ovens

## **Independent Auditors**

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Hardman Square
Manchester
M3 3EB

#### **Solicitors**

Slaughter & May 1 Bunhill Row London EC1Y 8YY

#### **Bankers**

Barclays Bank plc PO Box 3333 One Snowhill Snow Hill Queensway Birmingham B3 2WN HSBC Bank plc 4th Floor 120 Edmund Street Birmingham B3 2QZ National Westminster Bank plc 250 Bishopsgate London EC2M 4AA

Lloyds Bank plc Ground Floor 10 Gresham Street London EC2V 7AE Citibank NA Canada Square Canary Wharf London E14 5LB ABC International Bank plc 1-5 Moorgate London EC2R 6AB

BNP Paribas Bank 10 Harewood Avenue London NW1 6AA

### Registered office

Lakeside Works Rocester Uttoxeter Staffs ST14 5JP

# Registered number

00564955

## Strategic report for the year ended 31 December 2018

The directors present their strategic report on the group for the year ended 31 December 2018.

#### **Principal activities**

The principal activity of J.C.B. Service and its subsidiaries (together the 'group') is the design, manufacture, marketing and sale of a comprehensive range of excavating, earthmoving, materials handling and agricultural machines and the provision of after sales service and supply of parts for those machines, in construction, agriculture and industrial markets.

#### Review of the business and future developments

In 2018 the global construction equipment market grew by 18% compared to 2017 (Source: ISTAT). This growth was more evenly spread compared to the prior year with India exhibiting the strongest growth at 34%, with other regions as follows: China 33%, Russia & CIS 28%, Asia Pacific 22%, Latin America 20%, North America 16%, Europe 15%, and the UK & Ireland 8%. The markets of Middle East & Turkey, Africa and Japan & Korea all declined by 22%, 5%, and 4% respectively. For 2019, markets are expected to remain stable, although heightened geopolitical uncertainties make forecasting more challenging than usual.

Group turnover of £4,118.8 million (2017: £3,353.9 million) has increased by 23% in comparison to the prior year, which reflects a 26% increase in the number of units sold. Turnover increased in all key markets, gross margin remains strong and operating profit for the year was £316.1 million (2017: £212.5 million). The Group continues to invest in research and development; more than 40 new products were launched in 2018 putting JCB in a strong position in a construction equipment market which has surged to record levels.

The group has a strong balance sheet and net cash is £504.8 million (2017: £444.1 million). The group generated gross cash of £40.8 million in the year (2017: £120.4 million) prior to the payment of a £75.0 million dividend (2017: £60.0 million) and invested £88.2 million in capital assets (2017: £39.4 million).

Results in the early part of 2019 are in line with expectations. The global construction market is expected to grow in 2019, and the group's share of this market is also expected to grow. However, the rate of growth of individual markets will vary considerably, dependent upon local economic and geopolitical conditions. The group remains confident about its longer-term prospects and will continue to invest in its manufacturing and distribution base, and in new product development, throughout 2019 and beyond.

### Principal risks and uncertainties

The principal risk facing J.C.B. Service is the cyclical nature of the industry as a whole which, in broad terms, tracks the global economic cycle. To manage this risk, J.C.B. Service addresses a spectrum of regional markets and product sectors, and operates an organisation and capital structure which is flexible and fast reacting to market conditions. Over its history, J.C.B. Service has grown in the good years and weathered the downturns, increasing the size of the business as each cycle progresses.

Other key risks monitored by the executive management team are the competitive environment, protection of intellectual property, availability of key raw materials, cyber security and regulation, particularly in relation to engine emissions. Executive management monitors these on a regular basis and has plans in place to mitigate these risks.

### Financial Risk Management

The group's operations expose it to a variety of risks that include credit risk, liquidity risk, exchange rate risk and interest rate risk. The group has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the group.

#### Credit risk

J.C.B. Service's principal financial assets are cash held on deposit with financial institutions and trade and other debtors. The credit risk is primarily attributable to its trade debtors with potential recoverability issues mitigated by credit insurance. The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings by international credit rating agencies. J.C.B. Service has no significant concentration of credit risk, with exposure spread over a number of counterparties and a broad customer base.

## Strategic report for the year ended 31 December 2018 (continued)

### Financial Risk Management (continued)

### Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, J.C.B. Service uses a mixture of short term facilities, invoice discounting, and senior loan notes. Adequate facilities are available to support the group's business for at least 12 months from the date of this report.

#### Exchange rate risk

As part of their normal operating activities, certain companies in the group hedge exchange rate exposure on foreign currency transactions, mainly those relating to sales, where a significant proportion thereof are invoiced in foreign currencies. It is the group's policy to reduce this exposure through the use of forward currency contracts. The aggregate fair value of forward currency contracts outstanding at 31 December 2018 was a liability of £15.7 million (2017: asset of £9.2 million).

#### Interest rate risk

The group's interest rate risk arises from long-term borrowings. Borrowings issued at variable rates expose the group to cash flow interest rate risk. Borrowings issued at fixed rates expose the group to fair value interest rate risk. The group manages the risk through a combination of fixed and floating rate facilities. Long-term borrowings include senior loan notes of £195.2 million (2017: £195.1 million), which attract a fixed interest rate, whilst interest payable on the bank loans and overdrafts is linked to LIBOR.

#### Regulatory Landscape

The change in the regulatory landscape brought about by the UK's exit from the European Union presents very few concerns to JCB Service. Subsidiary companies have previously had a lot of experience buying components from and selling finished goods to countries outside the EU, on different terms to the Single Market, so adapting to any forseeable change in regulatory landscape will, as anticipated, prove to be relatively straightforward and this is expected to remain the case for the rest of this financial year and beyond.

#### Key performance indicators (KPIs)

J.C.B. Service uses a range of financial and non-financial indicators to monitor performance.

Financial measures are turnover, operating profit and cash generated from operations:

	2018 £m	2017 £m
Turnover	4,118.8	3,353.9
Operating profit	316.1	212.5
Net cash generated from operating activities	227.4	174.8

Non-financial indicators include operational statistics, health and safety measures and environmental factors.

On behalf of the board

The Lord Bamford DL

Chairman

21 JUNE 2019

# Directors' report for the year ended 31 December 2018

The directors present their report and the audited consolidated and company financial statements for the year ended 31 December 2018.

#### **Future developments**

Details of anticipated future developments in the group's business have been provided in the strategic report on page 2.

### **Dividends**

The directors approved and paid a dividend of £75.0 million during the year (2017: £60.0 million).

### Research and development

The group continues to invest in product research and development with expenditure during the year of £93.4 million (2017: £81.2 million).

#### **Political donations**

The company made political donations to The Conservative Party of £1.0 million during the year (2017: £1.5 million).

#### Statutory records

The company is a privately held unlimited company which is incorporated in the UK and its company registration number is 00564955.

#### **Directors**

The directors who held office during the year and up to the date of approving the financial statements, unless stated, are given below:

The Lord Bamford DL G H A Bamford E T D Leadbeater G A Macdonald M W E Turner R I Molson

#### Directors indemnity insurance

The company purchases qualifying third party indemnity insurance cover for directors and officers of the company which gives appropriate cover for any legal action brought against them in their capacity as directors or officers. The company also provides indemnity for its directors (to the extent permitted by law) in respect of liabilities which could occur as a result of their office. This indemnity does not provide cover should a director be proved to have acted fraudulently or dishonestly. This indemnity was in place throughout the financial year and at the date of approval.

## **Employees**

The directors acknowledge the need to encourage employee involvement in the improvement of the group's performance by supplying information on matters of importance, through regular consultation with employees. Information is provided by various means, including audio-visual presentations, company newspapers and information bulletins. There is also an annual review of the group's financial performance, which is presented to all employees. Employees are encouraged to participate in local schemes designed to improve performance in the areas in which they work.

The group discharges, equitably, its statutory and social duties in respect of the Sex Discrimination Act 1975, the Race Relations Act 1976, the Disability Discrimination Act 1995 and the Employment Equality Regulations on sexual orientation, religion, belief or age. An equal opportunities policy is in operation. For those employees becoming disabled during the course of their employment, every effort is made, whether through training or redeployment, to provide an opportunity for them to remain with the group.

#### Matters disclosed elsewhere within the financial statements

Required disclosures in relation to the group's key performance indicators, business review, future prospects, principal risks and uncertainties, and financial risk management have been included within the group's Strategic Report on pages 2 and 3 of these financial statements.

## Directors' report for the year ended 31 December 2018 (continued)

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

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

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

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006.

#### **Directors' confirmations**

In the case of each director in office at the date the Directors' Report is approved:

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

#### Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office. Elective resolutions are currently in force to dispense with holding annual general meetings, the laying of financial statements before the group in general meetings and the appointment of auditors annually. Pursuant to section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

On behalf of the board

The Lord Bamford DL

Chairman

21 JUNE 2019

# Independent Auditors' Report to the members of J.C.B. Service

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

## **Opinion**

In our opinion, J.C.B. Service's group financial statements and company financial statements (the "financial statements"):

- give a true and fair view of the state of the group's and of the company's affairs as at 31 December 2018 and of the group's profit and cash flows for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' Report and Consolidated Financial Statements for the year ended 31 December 2018 (the "Annual Report"), which comprise: the Consolidated and Company balance sheets as at 31 December 2018; the Consolidated profit and loss account, the Consolidated statement of comprehensive income, the Consolidated statement of cash flows and the Consolidated and Company statements of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### Basis for opinion

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

#### Independence

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

### Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's and company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's and company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the group's and company's trade, customers, suppliers and the wider economy.

#### Reporting on other information

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

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

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

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

# Independent Auditors' Report to the members of J.C.B. Service (continued)

Strategic Report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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

#### Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and 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 group or the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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 auditors' report.

Use of this report

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

#### Other required reporting

# Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.

Graham Parsons (Senior Statutory Auditor) for and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

Manchester

June 2019

J.C.B. Service

Consolidated profit and loss account for the year ended 31 December 2018

	Note	2018	2017
		£m	£m
Turnover	5	4,118.8	3,353.9
Cost of sales		(3,259.3)	(2,666.6)
Gross profit		859.5	687.3
Distribution costs		(185.5)	(176.5)
Administrative expenses		(357.9)	(298.3)
Operating profit	6	316.1	212.5
Share of associate's profit before tax		6.1	5.8
Interest receivable and similar income		13.4	8.6
Interest payable and similar expenses	9	(25.2)	(23.9)
Profit before taxation		310.4	203.0
Tax on profit	10	(125.4)	(70.8)
Profit for the financial year		185.0	132.2

The company has taken advantage of Section 408 (1) of the Companies Act 2006 not to publish its own profit and loss account. The company's profit for the financial year was £nil (2017: profit of £43.4 million).

All activities are derived from continuing operations.

# Consolidated statement of comprehensive income for the year ended 31 December 2018

	Note	2018	2017
		£m	£m
Profit for the financial year		185.0	132.2
Foreign exchange adjustments		(19.9)	(25.0)
Change in value of hedging instruments:			
(Losses)/gains arising during the year		(35.9)	16.7
Re-classified to profit or loss		11.0	18.2
Movement on deferred tax relating to hedging instruments		4.2	(5.9)
Re-measurement of pension liability	21	43.7	53.9
Movement on deferred tax relating to pension liability		(7.3)	(9.2)
Other comprehensive (expense)/income		(4.2)	48.7
Total comprehensive income for the year		180.8	180.9

J.C.B. Service
Consolidated balance sheet as at 31 December 2018

	Note	2018	2017
		£m	£m
Fixed assets			
Intangible assets	12	127.4	140.5
Tangible assets	13	525.1	483.1
Investments	14	4.4	4.5
		656.9	628.1
Current assets			
Stock	15	598.3	423.4
Debtors	16	727.6	691.1
Investments	17	11.3	11.8
Cash at bank and in hand		700.2	734.8
		2,037.4	1,861.1
Creditors – amounts falling due within one year	18	(949.3)	(796.0)
Net current assets		1,088.1	1,065.1
Total assets less current liabilities		1,745.0	1,693.2
Creditors: amounts falling due after more than one year	19	(217.0)	(294.9)
Provisions for liabilities	20	(108.1)	(62.1)
Pension scheme deficit	21	(264.0)	(286.1)
Net assets		1,155.9	1,050.1
Capital and reserves			
Called up share capital	23	-	-
Share premium account	24	31.7	31.7
Other reserves	24	26.1	46.8
Profit and loss account	24	1,098.1	971.6
Total equity		1,155.9	1,050.1

The financial statements on pages 8 to 42 were approved by the board of directors on 21 JUNE 2019 and were signed on its behalf by:

The Lord Bamford DL

Chairman

Company registration number: 00564955

J.C.B. Service Company balance sheet as at 31 December 2018

	Note	2018	2017
		£m	£m
Fixed assets			
Tangible assets	13	20.9	20.9
Investments	14	428.6	379.6
		449.5	400.5
Current assets			
Stock	15	82.3	67.7
Debtors	16	387.2	464.1
Cash at bank and in hand		113.4	161.3
		582.9	693.1
Creditors – amounts falling due within one year	18	(202.9)	(101.0)
Net current assets		380.0	592.1
Total assets less current liabilities		829.5	992.6
Creditors: amounts falling due after more than one year	19	(213.9)	(293.7)
Provisions for liabilities	20	(13.7)	(13.5)
Net assets		601.9	685.4
Capital and reserves			
Called up share capital	23	-	-
Share premium account	24	31.7	31.7
Other reserves	24	(7.1)	1.4
Profit and loss account brought forward		652.3	668.9
Profit for the year		-	43.4
Dividends paid		(75.0)	(60.0)
Profit and loss account	24	577.3	652.3
Total equity		601.9	685.4

The financial statements on pages 8 to 42 were approved by the board of directors on 21 JUNE 2019 and were signed on its behalf by:

The Lord Bamford DL Chairman

Company registration number: 00564955

J.C.B. Service

Consolidated statement of cash flows for the year ended 31 December 2018

	Note	2018 £m	2018 £m	2017 £m	2017 £m
Net cash inflow from operating activities	25		330.7		250.8
Taxation paid			(103.3)		(76.0)
Net cash generated from operating activities			227.4		174.8
Cash flow from investing activities					
Purchase of tangible assets		(88.2)		(39.4)	
Proceeds from sale of tangible assets		2.4		5.5	
Purchase of shares		-	•	(0.3)	
Interest received		13.4		8.3	
Dividends received from associate		5.0		5.0	
Dividends received from investments		-		0.3	
Cash acquired on acquisition of subsidiary		0.3		-	_
Net cash used in investing activities			(67.1)		(20.6)
Cash flow from financing activities					
Repayment of loan payable - less than 1 year		(95.0)		(10.0)	
Dividends paid to shareholders		(75.0)		(60.0)	
Interest paid	1	(25.2)		(23.9)	
Net cash used in financing activities			(195.2)		(93.9)
Net (decrease)/increase in cash and cash equivalents			(34.9)		60.3
Cash and cash equivalents at the beginning of the year			734.2		673.8
Foreign exchange translation adjustment		. <del>.</del>	0.7		0.1
Cash and cash equivalents at the end of the year			700.0		734.2

# Cash and cash equivalents consists of:

Cash at bank and in hand		700.2	734.8
Overdrafts	18	(0.2)	(0.6)
Cash and cash equivalents		700.0	734.2
Net debt due within one year	18	-	(10.0)
Net debt due after one year	19	(195.2)	(280.1)
Net cash		504.8	444.1

J.C.B. Service

Consolidated statement of changes in equity for the year ended 31 December 2018

	Called-up share capital	Share premium	Other reserves	Profit and loss account	Total equity
	£m	£m	£m	£m	£m
Balance as at 1 January 2017		31.7	17.8	879.7	929.2
Profit for the financial year	-	-	-	132.2	132.2
Other comprehensive income for the year	-	-	29.0	19.7	48.7
Total comprehensive income for the year	-	-	29.0	151.9	180.9
Dividends paid	_	-	-	(60.0)	(60.0)
Balance as at 31 December 2017	-	31.7	46.8	971.6	1,050.1
Profit for the financial year	-	<u>-</u>	-	185.0	185.0
Other comprehensive (expense)/income for the year	-	-	(20.7)	16.5	(4.2)
Total comprehensive (expense)/income for the year	-	-	(20.7)	201.5	180.8
Dividends paid	•	-	-	(75.0)	(75.0)
Balance as at 31 December 2018	-	31.7	26.1	1,098.1	1,155.9

# Company statement of changes in equity for the year ended 31 December 2018

			Other reserves	Profit and loss account	Total equity
		£m	£m	£m	
Balance as at 1 January 2017	-	31.7	(9.1)	668.9	691.5
Profit for the financial year	-	-	-	43.4	43.4
Other comprehensive income for the year	-	-	10.5	-	10.5
Total comprehensive income for the year	-	-	10.5	43.4	53.9
Dividends paid	-	-	-	(60.0)	(60.0)
Balance as at 31 December 2017	-	31.7	1.4	652.3	685.4
Profit for the financial year	-	- -	-	-	•
Other comprehensive expense for the year		_	(8.5)	-	(8.5)
Total comprehensive expense for the year	-	<u>-</u>	(8.5)	-	(8.5)
Dividends paid	-	-	-	(75.0)	(75.0)
Balance as at 31 December 2018	-	31.7	(7.1)	577.3	601.9

## Notes to the financial statements for the year ended 31 December 2018

#### 1. General information

The principal activity of J.C.B. Service and its subsidiaries (together the 'group') is the design, manufacture, marketing and sale of a comprehensive range of excavating, earthmoving, materials handling and agricultural machines and the provision of after sales service and supply of parts for those machines, in construction, agriculture and industrial markets.

The company is incorporated and domiciled in England, UK. The address of its registered office is Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP.

## 2. Statement of compliance

The consolidated financial statements of J.C.B. Service have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006, under the provision of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410).

The company satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the group financial statements of J.C.B. Service which are included within this Annual Report. The company has taken advantage of the disclosure exemptions set out in paragraph 1.12 of FRS 102 specifically in relation to the company not preparing its own cash flow statement and the disclosure of transactions between companies within the same group.

In addition, the company has taken the exemption available in paragraph 408 (1) of the Companies Act 2006 to not disclose its own profit and loss account. The profit recorded by the company in the year ended 31 December 2018 totalled £nil (2017: £43.4 million).

## 3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### Principal accounting policies

The financial statements have been prepared under the historical cost convention, on the going concern basis, and in accordance with the Companies Act 2006 as modified for certain financial assets and liabilities measured at fair value through profit or loss.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

## (a) Basis of consolidation and accounting for other investments

### Subsidiaries

The consolidated financial statements incorporate the financial statements of J.C.B. Service and entities controlled by J.C.B. Service (its subsidiaries) made up to the reporting date each year. Control is achieved where J.C.B. Service has the power to govern the financial and operating policies of an investee entity so as to obtain benefits from its activities.

On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at their fair value at the date of acquisition. Any excess of the cost of the acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill. Any negative goodwill that arises where the fair value of the group's interest in the identifiable assets and liabilities acquired of a subsidiary undertaking exceeds the fair value of the consideration given is recognised in the balance sheet and is credited to the profit and loss account in the period in which the non-monetary assets are recovered.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 3. Summary of significant accounting policies (continued)

### (a) Basis of consolidation and accounting for other investments (continued)

The results of subsidiaries acquired or disposed of during the year are included in the profit and loss account from the effective date of acquisition or disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies into line with those used by the group.

All intra-group balances and transactions are eliminated on consolidation and all unrealised gains on transactions between group companies are eliminated on consolidation.

#### Associates

Associates are entities over which the group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The Group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

The group's share in associates' post-acquisition profits or losses is recognised in the profit and loss account.

Unrealised gains on transactions between group companies and transactions between the group and its associates are eliminated to the extent of the group's interest in each associate. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

### (b) Foreign currency

The group's presentational currency is the pound sterling. Therefore these consolidated financial statements are presented in pounds sterling and have been rounded to the nearest hundred thousand pounds.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences on exchange are taken to the profit and loss account.

The trading results of group undertakings are translated into sterling at the average exchange rates for the year. The assets and liabilities of overseas undertakings, including goodwill and fair value adjustments arising on acquisition, are translated at the exchange rates ruling at the year end. Exchange adjustments arising from the retranslation of opening net investments, net assets of overseas subsidiaries including long term funding balances with those subsidiaries and from the translation of the profits or losses at average rates are recognised in other comprehensive income.

## (c) Turnover recognition

Turnover is measured at the fair value of the consideration received or receivable and represents the amount receivable for machines and parts supplied or services rendered to customers outside of the group, excluding VAT and sales taxes and net of sales incentives.

The group recognises turnover from sales of products when significant risk and rewards have been transferred to external parties, normally upon shipment. Turnover from the provision of services is recognised in the accounting period in which the services are rendered and when the outcome of contracts can be estimated reliably. Turnover from warranty contracts is spread over the life of the contract.

Interest income is recognised using the effective interest rate method. Dividend income is recognised when the right to receive payment is established.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 3. Summary of significant accounting policies (continued)

#### (d) Employee benefits

The group operates several defined benefit pension schemes for the benefit of its employees both in the UK and in certain overseas locations, the assets of which are held separately from those of the group in independently administered funds.

The fair value of pension scheme assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the Group's policy for similarly held assets. This includes the use of appropriate valuation techniques. Pension scheme liabilities are measured using the projected unit actuarial method and are discounted at the current rate of return on a high quality corporate bond of equivalent terms and currency to the liability as determined by an independent actuary. The increase in the present value of the liabilities of the group's defined benefit pension schemes expected to arise from employee service in the period is charged to operating profit. The interest income and the increase during the year in the present value of the schemes' liabilities arising from the passage of time are included in interest and are calculated based on the discount rate. Curtailment gains are recognised in the profit and loss account. Remeasurement gains and losses are recognised in other comprehensive income.

Pension schemes' surpluses, to the extent that they are considered recoverable, or deficits are recognised in full and presented on the face of the balance sheet.

The group also operates a number of defined contribution pension schemes. The assets of these schemes are held in separately administered funds from the group. The pension charge represents contributions payable by the group to the funds.

#### (e) Taxation

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Deferred taxation 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.

Deferred tax assets are regarded as recoverable and recognised in the financial statements when, on the basis of available evidence, it is more likely than not that there will be sufficient taxable profits from which the future reversal of the timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates that have been enacted or substantially enacted at the balance sheet date.

The deferred tax assets and liabilities are not discounted.

### (f) Intangible assets - Goodwill

Goodwill on consolidation, representing the excess of the cost of shares in subsidiaries over their net assets at the date of acquisition, is amortised to the profit and loss account on a straight line basis over its estimated useful economic life which is no more than 20 years.

Annually, the group assesses whether there are any indicators that the carrying amount of goodwill and other tangible assets may be impaired. Where indicators of impairment are identified, the group performs an impairment test to determine the recoverable amount of goodwill and other tangible assets. In assessing recoverable amount the group looks at the higher of the asset's value in use and its fair value less cost to sell. Where the recoverable amount is less than the asset's carrying amount an impairment is recognised which is charged to the profit and loss account. For tangible assets where the factors that gave rise to the impairment have reversed, and the recoverable amount is determined to exceed the carrying amount, the impairment is reversed, such as to bring the asset back to the value it would have been carried at prior to the impairment charge being recognised, to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation and amortisation) had no impairment loss been recognised in prior periods.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 3. Summary of significant accounting policies (continued)

### (g) Tangible fixed assets

The cost of fixed assets is their purchase cost, together with any incidental costs of acquisition. Depreciation is calculated so as to write off the original cost by equal annual instalments over the expected useful economic lives of the assets concerned, other than freehold land and assets in the course of construction which are not depreciated.

The principal rates used are:

Freehold buildings Leasehold land and buildings Plant and machinery Fixtures, fittings and equipment Motor vehicles 1 - 5% Shorter of lease period and 50 years 10 - 33.33%

4 - 33.33% 20 - 25%

Additional depreciation is provided where, in the opinion of the directors, there has been a permanent diminution in the value of the fixed asset.

Assets in the course of construction are stated at cost. These assets are not depreciated until they are available for use.

#### (h) Stocks and work in progress

Stocks are stated at the lower of historical cost and estimated selling price less costs to complete and sell. Stock is recognised as an expense in the period in which the related revenue is recognised. Cost is determined on the first-in, first-out (FIFO) method and includes direct materials, labour and appropriate works overhead.

At the end of each reporting period stock is assessed for impairment. If an item of stock is impaired, the identified stock is reduced to its selling price less costs to complete and sell and an impairment charge is recognised in the profit and loss account. Where a reversal of the impairment is recognised the impairment charge is reversed, up to the original impairment loss, and is recognised as a credit in the profit and loss account.

#### (i) Warranty provision

Provision is made for the group's estimated liability on all machines still under warranty, including claims already received. The provision is charged against trading profits and is included in provisions for liabilities, with amounts recoverable from suppliers included within other debtors. Deferred income in relation to extended warranty contracts is included within creditors and released to revenue over the life of the policy. Warranty associated costs are taken to cost of sales.

Where the costs associated with extended warranty contracts are forecast to exceed the income derived from those contracts the contracts are deemed to be onerous. Where warranty contracts are determined to be onerous, provision is made in full for all future costs expected to be incurred in excess of the income to be derived from those contracts.

#### (j) Research and development

Expenditure on research and development is incurred continuously and is expensed as incurred.

#### (k) Repairs and renewals

All repairs and renewals are expensed as incurred.

### (l) Debtors

Trade debtors are recorded net of amounts discounted without recourse, less any provision for bad or doubtful debts. Initial recognition is at transaction price, subsequently measured at amortised cost.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 3. Summary of significant accounting policies (continued)

#### (m) Government grants

FRS 102 allows for government grants to be accounted for under either the performance or accruals model. The group applies either the performance or accruals model to different classes of government grants with each class of grant being accounted for under a consistent model. In determining whether grants represent different classes the issuing body, country of issue, performance conditions and specific terms are considered to determine whether grants should be treated as separate classes of grant.

Grants accounted for using the performance model recognise the entire amount of the grant when performance conditions are met. Where performance conditions are not met in full at the year end, the grant is taken to deferred income and released to the profit and loss account when the remaining performance conditions are met.

Grants accounted for using the accruals model recognise the amount of the grant over the period the associated costs are incurred. Where grants relate to capital expenditure items, grant income will be recognised over the same useful life over which the capital items are being depreciated. Where grant income relates to employee or other costs the grant income will be recognised in line with the proportion of costs incurred in any one financial period. Where amounts are received in excess of that which can be recognised in a financial period the excess amount is taken to deferred income and is released in subsequent periods.

#### (n) Investments

Investments are included in the balance sheet at their cost on acquisition. Where appropriate, provision is made for any impairment in their value.

#### (o) Finance costs

Finance costs incurred in securing the group's financing arrangements are capitalised and amortised over the term of the associated debt. Interest and other finance costs are charged to the profit and loss account as incurred.

#### (p) Operating leases

Costs in respect of operating leases are charged to the profit and loss account on a straight line basis over the lease term.

## (q) Dividends

Dividends and other distributions to the group's shareholders are recognised as a liability in the financial statements in the period in which the dividends and other distributions are declared and approved. These amounts are recognised in the statement of changes in equity.

#### (r) Financial instruments

The group has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

### (i) Financial assets

Basic financial assets, including trade and other debtors, cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 3. Summary of significant accounting policies (continued)

#### (r) Financial instruments (continued)

#### (i) Financial assets (continued)

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

#### (ii) Financial liabilities

Basic financial liabilities, including trade and other creditors, bank and other loans, loans from fellow group companies and preference shares, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

## (iii) Derivatives

The Group enters into certain foreign exchange forward contracts to manage its cash flow exposure over certain transactions undertaken in currencies other than the functional currency. These foreign exchange forward contracts are put in place to manage the risk of highly probable future forecast transactions.

The Group applies hedge accounting to certain transactions entered to manage the foreign exchange risk. Changes in the fair values of derivatives designated as cash flow hedges, and which are effective, are recognised directly in other comprehensive income. Any ineffectiveness in the hedging relationship (being the excess of the cumulative change in fair value of the hedging instrument since inception of the hedge over the cumulative change in the fair value of the hedged item since inception of the hedge) is recognised in the profit and loss account.

The gain or loss recognised in other comprehensive income is reclassified to the profit and loss account when the hedge relationship ends. Hedge accounting is discontinued when the hedging instrument expires, no longer meets the hedging criteria, the forecast transaction is no longer highly probable, the hedged instrument is derecognised or the hedging instrument is terminated.

## (iv) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 4. Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### Critical accounting estimates and assumptions

The company and group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

## (a) Useful economic lives of tangible and intangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 13 for the carrying amount of the tangible assets, and note 3 for the useful economic lives for each class of assets.

The useful economic lives of intangible assets are determined by the directors upon inception and are re-assessed annually. They are amended to reflect any degradation of the asset that becomes apparent. See note 13 for the carrying amount of intangible assets.

#### (b) Stock provisioning

The group designs, manufactures and sells construction equipment and is subject to market demands and regulatory requirements. As a result it is necessary to consider the recoverability of the cost of stock and the associated provision required. When calculating the stock provision, management considers the nature and condition of its stock, as well as applying assumptions around anticipated saleability of finished goods and future usage of raw materials. See note 15 for the net carrying amount of the stock and associated provision.

#### (c) Impairment of debtors

The group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 16 for the net carrying amount of the debtors and associated impairment provision.

#### (d) Defined benefit pension scheme

The group has an obligation to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management employs actuaries to estimate these factors in determining the net pension obligation in the balance sheet. The assumptions reflect historical experience and current trends. See note 21 for the disclosures relating to the defined benefit pension scheme.

#### (e) Warranty provision

The group designs, manufactures and sells construction equipment with certain products having a warranty period associated with their sale. As a result the group considers the future cost of warranty claims and the provision arising. When calculating the provision required, management considers its obligation to make good eligible issues within the relevant warranty period for those product lines having warranty conditions attached, and takes into account historical data, known performance issues and supplier recoveries. See note 20 for the warranty movement and year end provision.

## (f) Sales incentive provision

Under certain conditions the group offers sales incentives in order to maintain its competitiveness in its respective markets. The provision is calculated by considering economic indicators across geographic regions and market segments. Provisions are made with reference to agreed terms with customers or based on historical experience where formal agreements are not in place.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 4. Critical accounting judgements and estimation uncertainty (continued)

### (g) Taxation

Transactions may occur during the normal course of business where the final tax determination is uncertain. Where such transactions occur, the group recognises liabilities for these transactions based on the likelihood that an additional liability will arise and an estimate of any additional tax that may become payable. In estimating the value of any uncertain tax positions, the group exercises judgement based on past experience and previous legal interpretations. Any differences between the estimated and actual tax liabilities are recognised in the financial statements in the year in which the uncertain position becomes known.

In the case of deferred tax arising on the unremitted earnings of the Group's overseas subsidiaries, provision is made for the amount that is expected to be settled, based on management's judgement as to the probable amount of repatriation to the UK in the foreseeable future.

#### 5. Turnover

An analysis of turnover by geographical market is given below:

	2018	2017
	£m	£m
United Kingdom	699.1	644.2
Europe	1,131.8	936.5
The Americas	765.6	609.0
India	1,125.4	784.8
Middle East	168.0	158.8
Australia and the Far East	134.2	126.9
Africa	94.7	93.7
	4,118.8	3,353.9

The J.C.B. Service group companies are engaged in a single class of business: the design, manufacture, marketing and sale and after sales care of a comprehensive range of excavating, earthmoving, materials handling and agricultural machines.

## 6. Operating profit

Operating profit is stated after charging/(crediting):

2018	2017
£m	£m
•	(3.7)
93.4	81.2
8.9	7.6
25.3	48.9
(0.6)	(0.6)
39.8	39.0
14.3	14.3
	93.4 8.9 25.3 (0.6) 39.8

Government grants recognised in the financial statements relate to technology project match funding and regional growth funding.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 6. Operating profit (continued)

## Services provided by the company's auditors:

During the year the group (including its overseas subsidiaries) obtained the following services from the company's auditors and its associates:

	2018	2017
	£m	£m
Fees payable to the company's auditors and its associates for the audit of parent company	0.3	0.3
and consolidated financial statements		
Fees payable to the company's auditors and its associates for other services:	,	
The audit of the company's subsidiaries	1.0	0.8
Audit-related assurance services	•	-
Tax related services	2.9	3.2
Other	0.4	0.4
	4.6	4.7

# 7. Particulars of employees

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

	Group		Company	
	2018	2017	2018	2017
	Number	Number	Number	Number
Directors	6	6	6	6
Administration and service	3,804	3,437	178	177
Production	7,698	6,935	204	236
	11,508	10,378	388	419

The aggregate payroll costs of these persons were as follows:

	Gre	Group		Company	
	2018	<b>2018</b> 2017 <b>2018</b>	<b>2018</b> 2017 <b>2018</b>	<b>2018</b> 2017 <b>20</b> 1	2017
	£m	£m	£m	£m	
Wages and salaries	400.2	374.7	25.7	28.1	
Social security costs	39.3	47.3	2.2	2.4	
Defined benefit pension cost (note 21)	21.1	21.9	-	-	
Defined contribution pension cost	13.4	10.5	1.7	1.6	
	474.0	454.4	29.6	32.1	

#### Key management compensation

Key management includes the directors and members of senior management. The compensation paid or payable to key management personnel for employee services is shown below:

	2018	2017
	£m	£m
Salaries and other benefits	12.6	11.8

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 8. Directors' emoluments

The directors' emoluments for the year were as follows:

	2018	2017
	£m	£m
Aggregate emoluments	5.5	4.8

During the year the number of directors who were accruing benefits under company pension schemes was as follows:

	2018	2017
	Number	Number
Defined benefit	1	1

The aggregate emoluments of the highest paid director (excluding pension contributions) were £2.9 million (2017: £2.5 million).

# 9. Interest payable and similar expenses

	2018	2017
	£m	£m
Discounting charges	16.1	13.1
Interest payable on bank loans and overdrafts	9.1	10.8
	25.2	23.9

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 10. Tax on profit on ordinary activities

Analysis of charge in the year	2018	2017
	£m	£m
Current tax		
UK corporation tax charge	16.0	9.5
Adjustments in respect of prior year	2.7	(3.9)
UK corporation tax	18.7	5.6
Overseas tax charge	91.7	43.3
Adjustments in respect of prior year	7.8	(0.1)
Foreign tax	99.5	43.2
Share of associate's tax	1.2	1.1
Total current tax	119.4	49.9
Deferred tax		
Origination and reversal of timing differences	12.0	12.1
Adjustments in respect of prior year	(6.0)	(2.1)
Deferred tax rate change	-	10.9
Total deferred tax	6.0	20.9
Total tax on profit	125.4	70.8

## Factors affecting current year tax charge

The tax assessed on the profit for the year is higher than (2017: higher than) the standard rate of corporation tax in the UK of 19% (2017: 19.25%).

The differences are explained below:	2018	2017
	£m	£m
Profit before taxation	310.4	203.0
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2017: 19.25%)	59.0	39.1
Expenses not deductible for tax purposes	6.7	9.7
Other permanent differences	(15.8)	(7.0)
Adjustment in respect of foreign tax rates on trading income	30.6	25.1
Tax on overseas distributions	41.2	-
Adjustments in respect of prior year	2.5	(6.1)
Deferred tax rate change	-	10.9
Recognition of previously unrecognised tax losses	2.8	-
Unrecognised temporary differences	(1.6)	(0,9)
Total tax for the year	125.4	70.8

The aggregate current and deferred tax relating to items that are recognised as items of other comprehensive income is a charge of £3.1 million (2017: £15.1 million charge).

## Future tax changes

Changes to the UK corporation tax rates were announced on 16 March 2016. These changes were substantively enacted as part of the Finance Bill 2016 on 6 September 2016 and include reductions to the main rate to 17% from 1 April 2020. These changes have been reflected in these financial statements.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

## 11. Dividend

2018	2017
£m	£m
Equity dividends £1,539.72 per share (2017: £1,231.78 per share) 75.0	60.0

# 12. Intangible fixed assets

	Goodwill
Group	£m
Cost	
As at 1 January 2018	286.5
Additions	1.2
As at 31 December 2018	287.7
Accumulated amortisation	
As at 1 January 2018	146.0
Charge for the year	14.3
As at 31 December 2018	160.3
Net book value at 31 December 2018	127.4
Net book value at 31 December 2017	140.5

On 1 September 2018, the group acquired 100% of the issued share capital of JCB Golf and Country Club Limited for total cash consideration of £1 from Bamford Property Limited. At acquisition, the entity held total assets of £2.9 million and total liabilities of £4.1 million, generating goodwill of £1.2m. No fair value adjustments were identified.

Goodwill on the acquisitions of JCB India Limited, JCB Vibromax GmbH, JCB Landpower Ltd, JCB Compact Products Limited and JCB Golf and Country Club Limited has been capitalised and is being amortised over a period equating to the directors' estimate of useful economic life which is not more than 20 years.

Amortisation is charged in administrative expenses.

The Company has no intangible assets (2017: £nil).

J.C.B. Service

Notes to the financial statements for the year ended 31 December 2018 (continued)

# 13. Tangible fixed assets

Group	Land & Buildings	Plant & Machinery	Fixtures, Fittings &	Motor Vehicles	Assets in Course of	Total
	Dunuings	Macmillery	Equipment	Venicles	Construction	
	£m	£m	£m	£m	£m	£m
Cost						
As at 1 January 2018	364.1	344.5	212.9	11.2	39.8	972.5
Additions	2.2	14.6	5.9	2.1	63.4	88.2
Disposals	-	(5.5)	(0.4)	(0.8)	(0.2)	(6.9)
Reclassifications	6.0	4.5	4.4	-	(14.9)	-
Exchange adjustments	(2.1)	(2.0)	0.1	-	-	(4.0)
As at 31 December 2018	370.2	356.1	222.9	12.5	88.1	1,049.8
Accumulated depreciation						
As at 1 January 2018	92.7	252.5	137.2	7.0	-	489.4
Charge for the year	6.5	20.1	11.8	1.4	_	39.8
Disposals	-	(4.1)	(0.4)	(0.6)	-	(5.1)
Exchange adjustments	0.5	(0.3)	0.4	•	-	0.6
As at 31 December 2018	99.7	268.2	149.0	7.8	-	524.7
Net book value at 31 December 2018	270.5	87.9	73.9	4.7	88.1	525.1
Net book value at 31 December 2017	271.4	92.0	75.7	4.2	39.8	483.1

Included within land and buildings is freehold land of £36.0 million (2017: £36.6 million) that is not depreciated.

Depreciation is charged in cost of sales, distribution costs and administrative expenses.

## Capital commitments

	2018	2017
	£m	£m
Contracted but not provided for in the financial statements	44.9	17.7

Company	Land & Buildings	Plant & Machinery	Fixtures, Fittings & Equipment	Assets in Course of Construction	Total
	£m	£m	£m	£m	£m
Cost					
As at 1 January 2018	20.6	3.5	12.5	0.3	36.9
Additions	-	-	-	1.1	1.1
As at 31 December 2018	20.6	3.5	12.5	1.4	38.0
Accumulated Depreciation					
As at 1 January 2018	5.3	3.1	7.6		16.0
Charge for the year	0.4	0.1	0.6	-	1.1
As at 31 December 2018	5.7	3.2	8.2	_	17.1
Net book value at 31 December 2018	14.9	0.3	4.3	1.4	20.9
Net book value at 31 December 2017	15.3	0.4	4.9	0.3	20.9

Included within land and buildings is freehold land of £2.0 million (2017: £2.0 million) that is not depreciated.

Depreciation is charged in cost of sales, distribution costs and administrative expenses.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

## 14. Fixed asset investments

	Gro	Group		pany
	2018	2017	2018	2017
	£m	£m	£m	£m
Loans to group undertakings				
As at 1 January	· -	-	35.3	33.6
Additions	-	-	0.4	0.3
Repayment	-	-	(1.7)	-
Foreign exchange	-	-	0.3	1.4
At 31 December	-	-	34.3	35.3
Shares in group undertakings				
As at 1 January	-	-	344.3	324.0
Additions	-	-	50.0	20.3
At 31 December	_	-	394.3	344.3
Total fixed asset investments	-	-	428.6	379.6

#### Loans to group undertakings

Loans to group undertakings represent loans made to JCB Vibromax GmbH. The loan is repayable on demand and the interest rate is floating at 1% above Erto Refi Rate, payable annually in arrears.

	Group		Company		
	2018	2018 2017 2018 £m £m £m	<b>2018</b> 2017 2	2018	2017
	£m		£m	£m	
Investment in associates					
At 1 January	4.5	4.8	-	-	
Share of profit after taxation	4.9	4.7	-	-	
Dividend	(5.0)	(5.0)	-	-	
At 31 December	4.4	4.5	-	-	

The group has a 25% investment in the ordinary share capital of JCB Finance Limited, a company incorporated in the UK that provides instalment credit and leasing facilities. The group's share of JCB Finance Limited's results, assets and liabilities is as follows:

	2018	2017
_	£m	£m
Turnover	20.9	23.5
Profit after taxation	4.9	4.7
Total assets	235.9	215.1
Total liabilities	(228.6)	(208.1)

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 14. Fixed asset investments (continued)

## Group undertakings

At 31 December 2018 the company directly, has the following subsidiary companies. All equity holdings are in Ordinary shares. The Directors consider the value of investments to be supported by the underlying assets and future trading forecasts.

	Equity	Principal business	Country of
	held		Incorporation
J C Bamford Excavators Limited	100%	Equipment manufacturer and sales	UK
JCB Earthmovers Limited	100%	Equipment manufacturer and sales	UK
JCB Cab Systems Limited	100%	Equipment manufacturer and sales	UK
JCB Sales Limited	100%	Sales and marketing	UK
JCB Transmissions	100%	Transmissions manufacturer and sales	UK
JCB Accounting and Systems Ltd	100%	Property investment company	UK
JCB Parts Ltd	100%	Non-trading	UK
JCB Compact Products Limited	100%	Equipment manufacturer and sales	UK
JCB do Brasil Ltda	100%	Equipment manufacturer	Brazil
JCB Vibromax GmbH	100%	Equipment manufacturer	Germany
JCB SpA	100%	Equipment distributor	Italy
JCB Maquinaria SA	100%	Services provider	Spain
JCB Sales Asia Pacific Pte Ltd	100%	Equipment distributor	Singapore
JCB Kenya Services Limited	100%	Services provider	Kenya
JCB Mini Excavators Limited	100%	Non-trading	UK
JCB Special Products Limited	100%	Non-trading	UK
JCB Attatchments Limited	100%	Non-trading	UK
JCB Argentina SRL	100%	Services provider	Argentina
JCB Finance International Limited	100%	Non-trading	UK

Through its holding in the subsidiary companies listed above, the company also has an interest in:

	Equity	Principal business	Country of
	held		Incorporation
JCB Australia Pty Ltd	100%	Services provider	Australia
J C Bamford Investments	100%	Investment trading	UK
JCB Benelux Ltd	100%	Intermediate holding company	UK
JCB Insurance Services Limited	100%	Insurance broker	UK .
JCB Materials Handling Limited	100%.	Non trading	UK
JCB Power Systems Limited	100%	Engine manufacturer and sales	UK
JCB Landpower Ltd	100%	Equipment manufacturer and sales	UK
JCB Heavy Products Ltd	100%	Equipment manufacturer and sales	UK
JCB Farms Limited	100%	Farming	UK
Wootton Organic Wholesale Ltd	100%	Farming	UK
JCB Backhoe Loaders Ltd	100%	Non-trading	UK
JCB Remarketing Limited	100%	Equipment sales	UK
JCB Defence Products Limited	100%	Non-trading	UK
JCB North America Limited	100%	Holding company	UK
A Bamford Trading Company Limited*	100%	Non-trading	UK
JCB Drivetrain Systems Limited*	100%	Non-trading	UK
Daylesford Organic Farms Limited	100%	Farming	UK
JCB Equipment Limited	100%	Non-trading	UK
JCB Golf and Country Club Limited	100%	Golf and Leisure facilities	UK
L Gardner & Sons Limited	100%	Non-trading	UK
JCB Management Services	100%	Non-trading	UK
JCB Credit Limited	100%	Non-trading	UK
JCB US Holdings Inc	98%	Holding company	USA
JCB Inc	98%	Equipment distributor	USA
JCB Manufacturing Inc	98%	Equipment manufacturer	USA
JCB Finance Company	98%	Finance company	USA
North Georgia Construction LLC	98%	Non-trading	USA

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 14. Fixed asset investments (continued)

	Equity held	Principal business	Country of Incorporation
JCB Vibromax Inc	100%	Non-trading	USA
JCB Dallas LLC	98%	Equipment distributor	USA
JCB Belgium NV	100%	Equipment distributor	Belgium
JCB Excavators Limited	100%	Non-trading	Canada
JCB Europe SARL	100%	Equipment marketing	France
JCB Ile de France SNC	99.9%	Equipment dealer	France
JCB SAS	99.9%	Services provider	France
Lyomat SAS	99.9%	Equipment dealer	France
JCB Deutschland GmbH	99%	Services provider	Germany
JCB Vertrieb and Service GmbH	99%	Equipment distributor	Germany
JCB India Limited	100%	Equipment manufacturer	India
JCB Industries Private Limited	100%	Manufacturing company	India
J.C.Bamford Investments Private Limited	100%	Holding company	India
JCB Literature Foundation*	100%	Charitable purposes	India
Lady Bamford Foundation*	100%	Charitable purposes	India
JC Bamford Myanmar Private Limited	100%	Non-trading	Myanmar
JC Bamford NV	100%	Equipment distributor	Netherlands
JCB Russia LLC	100%	Equipment distributor	Russia

The companies marked with an asterisk (\*) are not consolidated on the grounds that they are not material to the group.

The registered addresses of these companies are included in note 30.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

## 15. Stock

	Gro	Group		pany
	2018	2017	2018	2017
	£m	£m	£m	£m
Raw materials	262.5	178.1	3.7	3.8
Work in progress	86.6	33.1	-	-
Finished goods	147.4	131.8	-	-
Parts for resale	101.8	80.4	78.6	63.9
	598.3	423.4	82.3	67.7

During the year group stock recognised as an expense in cost of sales was £2,521.0 million (2017: £2,051.5 million). The company recognised £220.0 million (2017: £199.0 million) of stock as an expense in cost of sales.

Group stocks are stated after provisions of £43.2 million (2017: £42.1 million). Company stocks are stated after provisions of £15.1 million (2017: £14.8 million).

The value of stock in the balance sheet is not materially different from the replacement cost.

### 16. Debtors

	Group		Company	
	2018	2017	2018	2017
	£m	£m	£m	£m
Trade debtors	176.0	151.2	13.0	13.9
Bills receivable	2.7	2.1	-	-
Amounts owed by fellow subsidiaries of the TESN Group	0.3	0.3	-	-
Amounts owed by subsidiary undertakings	-	-	349.5	434.4
Amounts owed by related parties outside the J.C.B. Service group	230.1	245.5	14.0	10.6
Corporation tax recoverable	7.8	17.6	6.2	2.0
Deferred tax	99.7	88.0	1.2	-
Other taxation and social security	74.8	73.3	1.5	1.0
Other debtors	101.2	71.9	0.1	0.1
Prepayments and accrued income	35.0	31.1	1.7	0.5
Derivative financial assets	-	10.1	-	1.6
	727.6	691.1	387.2	464.1

Trade debtors are stated net of amounts discounted without recourse of £294.0 million (2017: £233.2 million) (group), and £14.5 million (2017: £12.7 million) (company).

A bad debt provision of £3.2 million (2017: £5.5 million) has been recognised against group trade debtors, and £nil (2017: £nil) against company trade debtors. No other category of debtors is deemed to be impaired.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 16. Debtors (continued)

#### Deferred tax

The movement in the deferred tax asset/(liability) during the year was:

	Group		Company	
	2018	2017	2018	2017
	£m	£m	£m	£m
As at 1 January	39.3	72.0	(0.5)	1.5
Deferred tax credit/(charge) in profit and loss account	10.5	(12.5)	-	0.1
Deferred tax credit/(charge) to the statement of other comprehensive	4.2	(5.9)	1.7	(2.1)
income				
Deferred tax rate change adjustment	-	(10.9)	-	-
Currency adjustments	0.8	(3.4)	-	-
As at 31 December	54.8	39.3	1.2	(0.5)

The deferred tax asset/(liability) consists of the tax effect of timing differences in respect of:

	Group		Company														
·	2018 £m	2018	2018	2018	2018	2018	2018	2018	2018	2018	2018	2018	2018	2018	<b>2018</b> 2017	2018	2017
		£m	£m	£m													
Excess of taxation allowances over depreciation on fixed assets	(3.1)	(4.1)	(0.1)	(0.2)													
Tax losses available	13.7	22.6	-	-													
Other timing differences	44.2	20.8	1.3	(0.3)													
	54.8	39.3	1.2	(0.5)													

The movement in the deferred tax asset relating to pension schemes during the year was:

	Gro	oup
	2018	2017
	£m	£m
As at 1 January	48.7	55.4
Deferred tax credit in profit and loss account	3.5	2.5
Deferred tax charged to the statement of other comprehensive income:		
- On remeasurement gain	(7.3)	(9.2)
As at 31 December	44.9	48.7

The net reversal of group deferred tax expected to occur next year is £3.8 million (2017: £2.7 million), relating to the increase in short term timing differences offset by the utilisation of tax losses.

The total amount of unrecognised deferred tax is £44.2 million (2017: £42.3 million) relating to carried forward tax losses. An asset has not been recognised due to the uncertainty of the future profitability of the companies to which it relates. Unrecognised deferred tax relating to losses of £33.0 million (2017: £29.7 million) begin to expire in 2023 (2017: 2020). Other losses do not expire and can be carried forward indefinitely.

## Notes to the financial statements for the year ended 31 December 2018 (continued)

## 17. Current asset investments

	Group		Company	
	2018	2017	2018	2017
	£m	£m	£m	£m
Shares in group undertakings	-	_	-	_
Other investments	11.3	11.8	-	-
	11.3	11.8	-	-

Other investments represent holdings of other UK equities traded in active markets, the valuation of which is based on quoted market prices at the balance sheet date. The quoted market price used to value current asset investments held by the Group is the current bid price. A fair value loss on other investments of £0.5 million (2017: £3.5 million gain) has been recognised in the profit and loss account during the year.

## 18. Creditors: amounts falling due within one year

	Group		Com	pany
	2018	2017	2018	2017
	£m	£m	£m	£m
Bank loans and overdrafts	0.2	10.6	-	9.3
Trade creditors	441.4	324.3	23.5	17.1
Derivative financial instruments	12.1	0.9	6.8	-
Amounts owed to fellow subsidiaries of the TESN Group	2.4	1.6	2.4	1.6
Amounts owed to subsidiary undertakings	-	-	67.7	36.6
Amounts owed to other related parties outside J.C.B. Service group	32.0	91.7	2.3	2.3
Corporation tax	9.2	3.2	-	6.3
Other taxation and social security	22.2	19.3	0.6	0.5
Pension costs	10.4	9.8	-	-
Other creditors	65.4	73.4	0.5	0.2
Sales incentives	67.3	64.7	2.3	3.0
Accruals and deferred income	286.7	196.5	96.8	24.1
	949.3	796.0	202.9	101.0

During the year, the group refinanced its debt facilities which included the early repayment of its Term debt of £92.5m. The group also amended and extended its existing Revolving Credit Facilities to provide committed funding headroom of £360m, split between 3 and 5 year maturity tranches.

The bank overdrafts are repayable on demand.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 19. Creditors: amounts falling due after more than one year

	Group		Com	pany
	2018	2017	2018	2017
	£m	£m	£m	£m
Bank loans	-	85.0	-	85.0
Senior loan notes	195.2	195.1	195.2	195.1
Other creditors	1.2	1.2	-	-
Derivative financial instruments	3.6	-	1.7	-
Deferred income	17.0	13.6	17.0	13.6
	217.0	294.9	213.9	293.7

During the year, the bank loan was repaid in full (see note 18).

The group issued senior loan notes of £195.5 million principal on 26 July 2013. The loan notes mature on 26 July 2028 and interest is payable at a rate of 4.12%. The loan notes are stated net of capitalised arrangement fees of £0.3m (2017: £0.4m).

#### 20. Provisions for liabilities

#### Group

•	2018 Deferred tax	2018 Warranty provision	2018 Total	2017 Deferred tax	2017 Warranty provision	2017 Total
	£m	£m	£m	£m	£m	£m
As at 1 January	-	62.1	62.1	-	64.4	64.4
Charged to the profit and loss account*	20.0	122.1	142.1	-	67.7	67.7
Amounts utilised during the year	-	(96.1)	(96.1)	-	(70.0)	(70.0)
As at 31 December	20.0	88.1	108.1	-	62.1	62.1

Comp	pany
------	------

	2018	2018	2018	2017	2017	2017
	Deferred tax	Warranty provision	Total	Deferred tax	Warranty provision	Total
	£m	£m	£m	£m	£m	£m
As at 1 January	0.5	13.0	13.5	-	20.3	20.3
(Credited)/charged to the profit and loss account*	(0.5)	29.0	28.5	0.5	17.1	17.6
Amounts utilised during the year	-	(28.3)	(28.3)	-	(24.4)	(24.4)
As at 31 December	-	13.7	13.7	0.5	13.0	13.5

The group deferred tax liability relates to unremitted retained earnings of overseas subsidiaries.

The company deferred tax asset is presented within debtors (note 16).

It is expected that most warranty expenditure will be incurred in the next financial year, and the significant majority will be incurred within two years of the balance sheet date. Included in other debtors (note 16) is an amount totalling £32.9 million (2017: £19.0 million) (group), and £nil (2017: £nil) (company) representing amounts recoverable from suppliers.

<sup>\*</sup>Deferred income as at 31 December 2017 of £20.4m relating to extended warranties has been reclassified to creditors of which £6.8m fall due within one year. The deferred income balance as at 1 January 2017 was £6.3m.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 21. Post employment benefits (Group and Company)

Pension schemes	2018	2017
Defined benefit schemes with net assets (net of deferred tax) comprise:	£m	£m
UK	•	-
Defined benefit schemes with net liabilities (net of deferred tax) comprise:	2018	2017
	£m	£m
UK	207.6	225.6
Overseas	11.5	11.8
	219.1	237.4

#### UK

In the UK, pension arrangements are principally provided by two defined benefit schemes, J C Bamford Lifeplan and J C Bamford Excavators Limited Senior Directors and Executives Retirement Benefit Scheme (Senior Directors). The most recent formal actuarial valuations were carried out as at 6 April 2018 and 1 January 2017 respectively (both updated to 31 December 2018) by Mercer, a qualified independent actuary.

## Overseas

Four schemes provide pensions under defined benefit arrangements. A valuation of these schemes has been prepared by an independent, qualified actuary, as at 31 December 2018 using a methodology consistent with FRS 102.

The total amounts recognised in the balance sheet are as follows:

	2017
£m	£m
(995.3)	(1,045.3)
767.3	794.7
(228.0)	(250.6)
(36.0)	(35.5)
(264.0)	(286.1)
-	(995.3) 767.3 (228.0) (36.0)

The amounts recognised in the profit and loss account within operating profit are as follows:

	2018	2017
	£m	£m
Current service cost & scheme administration costs	23.6	24.4
Past service cost*	6.8	-
Interest cost	27.8	29.2
Interest income on plan assets	(21.3)	(21.0)
Net pension cost recognised in the profit and loss account	36.9	32.6

<sup>\*</sup>The past service cost relates to Guaranteed Minimum Pension

The amounts recognised in the statement of comprehensive income are as follows:

	2010	2017
	£m	£m
Remeasurement gains immediately recognised	(43.3)	(67.1)
Effect of surplus cap	(0.4)	13.2
Total pension gains recognised in the statement of comprehensive income	(43.7)	(53.9)

2017

2010

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 21. Post employment benefits (continued)

Changes in the present value of the defined benefit obligations are as follows:

changes in the present value of the defined benefit congulations are as follows.	2018	2017
	£m	£m
Benefit obligations at beginning of year	1,045.3	1,061.4
Current service cost	22.8	23.8
Past service cost	6.8	-
Interest cost	27.8	29.2
Plan participants' contributions	4.7	4.7
Remeasurement gains	(80.6)	(40.3)
Benefits paid	(30.7)	(33.3)
Insurance premiums for risk benefits	(1.0)	(0.9)
Exchange differences	0.2	0.7
Benefit obligations at end of year	995.3	1,045.3
Changes in the fair value of the plan assets are as follows:	2010	2015
	2018	2017
	£m	£m
Fair value of plan assets at beginning of year	794.7	760.2
Interest income on plan assets	21.3	21.0
Remeasurement (loss)/gains	(37.3)	26.8
Employer contributions	15.5	16.0
Member contributions	4.7	4.7
Benefits paid	(30.7)	(33.3)
Insurance premiums for risk benefits	(1.0)	(0.9)
Exchange differences	0.1	0.2
Fair value of plan assets at end of year	767.3	794.7
Changes in the pension scheme deficit are as follows:		
changes in the pension scheme deficit are as follows.	2018	2017
	£m	£m
Pension scheme deficit at beginning of year	286.1	322.9
Current service cost	22.8	23.8
Past service cost	6.8	-
Interest cost	27.8	29.2
Interest income on plan assets	(21.3)	(21.0)
Remeasurement gains	(43.3)	(67.1)
Employer contributions	(15.5)	(16.0)
Exchange differences	0.1	0.5
Effect of surplus cap	0.5	13.8
Pension scheme deficit at end of year	264.0	286.1

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 21. Post employment benefits (continued)

The major categories of plan assets as percentages of total plan assets are as follows:

	J C Bamford	J C Bamford Lifeplan		Senior Directors		Overseas	
	2018	2017	2018	2017	2018	2017	
Equities	53.1%	53.3%	4.1%	7.0%	-	-	
Property	7.9%	7.2%	-	-	-	-	
Corporate Bonds	5.1%	21.9%	_	-	-	-	
Gilts	33.8%	17.3%	95.8%	92.8%	-	-	
Hedge Funds	-	-	-	-	-	-	
Other	0.1%	0.3%	0.1%	0.2%	100.0%	100.0%	
	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	

Weighted average assumptions used to determine benefit obligations:

	J C Bamford Lifeplan		Senior Directors		Overseas	
	2018	2017	2018	2017	2018	2017
Discount rate	3.00%	2.70%	3.00%	2.70%	2.25%	2.15%
Rate of salary increase	3.10%	3.10%	3.10%	3.10%	2.75%	2.75%
Rate of price inflation (RPI)	3.10%	3.10%	3.10%	3.10%	1.75%	1.75%
Rate of pension increases	2.95%	2.90%	2.95%	2.90%	1.75%	1.75%

Assumed life expectations on retirement at age 65:

	JC Bamford Lifeplan		Senior Directors		Overseas	
	2018	2017	2018	2017	2018	2017
Male member age 65 (current life expectancy)	22.1	22.1	26.6	26.5	20.0-24.8	19.1-24.7
Male member aged 45 (life expectancy at age 65)	23.7	23.9	29.2	29.1	23.5-28.3	22.4-27.5
Female member age 65 (current life expectancy)	24.5	24.4	28.0	27.9	23.6-28.3	23.2-28.2
Female member aged 45 (life expectancy at age 65)	26.2	26.3	30.8	30.6	26.4-32.0	26.3-31.1

The group has considered the current level of expected returns on risk free investments (primarily government bonds), the historical level of the risk premium associated with the other asset classes in which the portfolio is invested and the expectations for future returns of each asset class.

Over the year to 31 December 2018 the group paid contributions of £14.3 million (2017: £14.1 million) to the J C Bamford Lifeplan scheme. Over 2019 the group expects to contribute at least 12.5% of members' pensionable salary plus at least £6.8 million additional contributions. The J C Bamford Lifeplan is closed to new entrants and as such the age profile of the active membership will increase over time. As a result, under the projected unit method, the current service cost will increase as members of the scheme approach retirement.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 21. Post employment benefits (continued)

Over the year to 31 December 2018 the group also paid contributions of £1.2 million (2017: £1.8 million) to the group's other defined benefit pension schemes.

Cumulative actuarial losses recognised in the Statement of Other Comprehensive Income, net of deferred tax, totalled £184.1 million at 31 December 2018 (2017: £220.5 million).

Defined benefit costs recognised in the profit and loss account are charged to administrative expenses.

# 22. Financial Instruments

	Note	2018	2018	2017	2017
Group		£m	£m	£m	£m
Financial assets at fair value through profit or loss					
- Derivative financial instruments	16	-		10.1	
- Current asset investments	17	11.3		11.8	
			11.3		21.9
Financial assets constituting debt instruments measured at amortised cost		,			
- Trade debtors and bills receivable	16	178.7		153.3	
- Amounts owed by fellow subsidiaries	16	0.3		0.3	
- Amounts owed by related parties outside J.C.B. Service group	16	230.1		245.5	
- Other debtors	16	101.2		71.9	
			510.3		471.0
Financial assets constituting equity instruments measured at cost less impairment			4.4		4.5
Financial liabilities measured at fair value through profit and loss					
- Derivative financial instruments	18/19		15.7		0.9
Financial liabilities measured at amortised cost					
- Bank loans and overdrafts	18/19	0.2		95.6	
- Senior loan notes	19	195.2		195.1	
- Trade creditors	18	441.4		324.3	
- Amounts owed to fellow subsidiaries	18	2.4		1.6	
- Amounts owed to other related parties outside J.C.B. Service group	18	32.0		91.7	
- Other creditors and accruals	18/19	403.5		318.2	
			1,074.7		1,026.5

J.C.B. Service

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 22. Financial Instruments (continued)

Camanana	Note	2018	2018	2017	2017
Company		£m	£m	£m	£m
Financial assets at fair value through profit or loss					
- Derivative financial instruments	16		-		1.6
Financial assets constituting debt instruments measured at amortised cost			,	<u> </u>	
- Trade debtors	16	12.5		13.9	
- Amounts owed by subsidiary undertakings	16	349.5		434.4	
- Amounts owed by related parties outside the group	16	14.0		10.6	
- Other debtors	16	0.1		0.1	
			376.1		459.0
Financial assets constituting equity instruments measured at cost less impairment  Financial liabilities measured at fair value through profit and loss			<u>-</u>		<u>-</u>
- Derivative financial instruments	18/19		8.5		-
Financial liabilities measured at amortised cost					
- Bank loans and overdrafts	18/19	-		94.3	
- Senior loan notes	19	195.2		195.1	
- Trade creditors	18	23.5		17.1	
- Amounts owed to fellow subsidiaries	18	2.4		1.6	
- Amounts owed to subsidiary undertakings	18	67.7		36.6	
- Amounts owed to other related parties outside J.C.B. Service group	18	2.3		2.3	
- Other creditors and accruals	18	99.7		27.3	
			390.8		374.3

Details of conditions pertaining to debt are disclosed in notes 18 and 19 of these financial statements.

### Derivative financial instruments

The group enters into forward foreign currency contracts to mitigate the exchange rate risk for certain forecast foreign currency sales and receivables. At 31 December 2018, the outstanding contracts all mature within 20 months of the year end (2017: 9 months). The Group is committed to sell \$442.5 million, AU\$nil and €35.0 million (2017: \$144.3 million, AU\$9.0 million and €104.7 million) in exchange for pounds sterling.

The company is committed to sell \$182.5 million and €35.0 million (2017: \$24.0 million and €20.0 million) in exchange for pounds sterling.

The forward currency contracts are measured at fair value, which is determined using valuation techniques that utilise observable inputs. The key inputs used in valuing the derivatives are the forward exchange rates for GBP:USD, GBP:AUD and GBP:EUR. The net fair value of the forward-foreign currency contracts is a liability of £15.7 million (2017: £9.2 million asset) for the group and an £8.5 million liability (2017: £1.6 million asset) for the company.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 23. Called Up Share capital

Group and Company	2018	2017
	£	£
Allotted, called up and fully paid up		
48,710 Ordinary shares of £1 each (2017: 48,710 Ordinary shares of £1 each)	48,710	48,710

Each share is entitled to one vote in any circumstances. Each share is entitled pari passu to dividend payments or any other distribution. Each share is entitled pari passu to participate in a distribution arising from winding up of the company. The shares are non-redeemable.

## 24. Reserves

Called-up share capital – represents the nominal value of shares that have been issued.

Share premium account – includes premiums received on issue of share capital. Transaction costs associated with the issuing of shares are deducted from share premium.

Other reserves - comprises reserves designated for capital and other purposes including derivative financial instruments.

Profit and loss account – includes all current and prior year retained profits and losses.

## 25. Reconciliation of operating profit to operating cash flows

	2018	2017
	£m	£m
Operating profit	316.1	212.5
Depreciation	39.8	39.0
Amortisation of goodwill	14.3	14.3
Profit on disposal of fixed assets	(0.6)	(0.6)
Difference between pension charge and cash contributions	21.6	16.6
Decrease/(increase) in fair value of current asset investments	0.5	(3.5)
Increase in stock	(173.6)	(70.1)
Increase in debtors	(40.4)	(157.0)
Increase in creditors (including warranty provision)	162.7	200.8
Currency translation differences	(9.7)	(1.2)
Net cash inflow from operating activities	330.7	250.8

## 26. Contingent liabilities

#### Group

Various companies within the group have a contingent liability in respect of guarantees and indemnities given by Barclays Bank plc, HSBC Bank plc and Lloyds Bank plc on their behalf. The group's liability in respect of these at 31 December 2018 was £54.2 million (2017: £48.7 million).

#### Company

The company has a contingent liability in relation to guarantees and indemnities given by Barclays Bank plc and HSBC Bank plc on its behalf. The company's liability in respect of these at 31 December 2018 was £39.6 million (2017: £43.2 million).

# Notes to the financial statements for the year ended 31 December 2018 (continued)

## 27. Related party transactions

The company has taken advantage of the exemption allowed under FRS 102 paragraph 33.1A not to disclose details of transactions with entities that are wholly owned members of the group.

#### Other related parties - group

The group subcontracts some of its research and development projects, and related management services, to JCB Research in which Lord Bamford is the sole shareholder. JCB Research charges the group for these services at cost, so as to make neither profit nor loss after allowing for taxation. The total value of services purchased by the group during the year was £109.0 million (2017: £107.7 million). The net amount owed to JCB Research by the group at 31 December 2018 was £33.4 million (2017: £5.6 million).

JCB Research is party to a jointly and severally liable pooled banking facility. At 31 December 2018 the group had an exposure of £262.4 million (2017: £196.3 million).

The group has transacted machines and parts with JCB Construction Equipment (Shanghai) Limited, a company ultimately controlled by Bamford family interests. The total value of these transactions was sales of £2.4 million (2017: £4.5 million) and purchases of £67.3m (2017: £51.6m). The net amount owed to the group at 31 December 2018 by JCB Construction Equipment (Shanghai) Limited was £12.2 million (2017: £26.1 million).

The group also purchased parts from JCB Hong Kong Limited, the parent company of JCB Construction Equipment (Shanghai) Limited. The total value of these transactions was purchases of £145.9 million (2017: £111.1 million). The net amount owed to JCB Hong Kong Limited at 31 December 2018 was £9.6 million (2017: £5.5 million).

The group transacts business with BHoldings Limited and its subsidiaries, a group in which Lady Bamford OBE and her family are the shareholders. The group purchased branded products and merchandise from and sold parts to the BHoldings Limited group of companies. The total value of these transactions was sales of £4.8 million (2017: £7.8 million) and purchases of £0.4 million (2017: £1.3 million). The group paid £2.3 million (2017: £2.8 million) as a promotional services fee to BHoldings Limited. The net amount owed to the group by the BHoldings Limited group of companies at 31 December 2018 was £60.2 million (2017: £44.3 million).

The group has loaned funds to and provided administrative services to JCB Access Limited (previously JCB Special Products Ltd), a company in which Lord Bamford is the sole shareholder. The total value of these transactions was expenditure of £3.4 million (2017: £4.0 million). The net amount owed to the group by JCB Access Limited (previously JCB Special Products Ltd) at 31 December 2018 was £12.4 million (2017: £8.1 million).

The group has also provided administrative services to Thrip Enterprises LLP, a partnership in which Lady Bamford OBE is a partner. The total value of these services was £0.4 million (2017: £0.4 million) and the amount owed to the Group at 31 December 2018 was £1.1 million (2017: £0.7 million).

The group has incurred finance charges of £2.6 million (2017: £2.2 million) from JCB Finance SAS, a company that is jointly owned by BNP Paribas Lease Group SA and Transmissions and Engineering Services Netherlands BV ("TESN"), the immediate parent company. The net amount owed to the group at 31 December 2018 by JCB Finance SAS was £nil (2017: £nil).

The group has incurred rental and other charges of £2.3 million (2017: £2.0 million) from Bamford Property Limited, B Uttoxeter Property Holdings Limited and B Cheadle Property Holdings Limited, companies ultimately controlled by Bamford family interests. The group recharged expenditure of £9.3 million (2017: £16.1 million) incurred on behalf of these companies during the year. The net amount owed to the group by these companies was £86.4 million at 31 December 2018 (2017: £85.7 million).

The Group has a liability of £2.4m (2017: £1.6m) and a receivable of £0.3m (2017: £0.3m) with JCB Euroservices SARL, a fellow subsidiary of the TESN Group.

During the year, the group acquired 100% of the issued share capital of JCB Golf and Country Club Limited for £1 from Bamford Property Limited.

Details of emoluments paid to the directors are disclosed in note 9 of these financial statements.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 27. Related party transactions (continued)

#### Other related parties - company

The company subcontracts some of its management services, to JCB Research in which Lord Bamford is the sole shareholder. JCB Research charges the group for these services at cost, so as to make neither profit nor loss after allowing for taxation. The total value of these transactions during the year was £68.7 million (2017: £nil). The net amount owed to JCB Research by the company at 31 December 2018 was £68.7 million (2017: £nil).

The company has purchased parts from JCB Construction Equipment (Shanghai) Limited, a company ultimately controlled by Bamford family interests. The total value of these transactions was purchases of £0.2 million (2017: £0.2 million). The net amount owed to JCB Construction Equipment (Shanghai) Limited by the company at 31 December 2018 by was £1.0 million (2017: £1.3 million).

The company also purchased parts from JCB Hong Kong Limited, the parent company of JCB Construction Equipment (Shanghai) Limited. The total value of these transactions was purchases of £5.3 million (2017: £4.6 million). The net amount owed to JCB Hong Kong Limited at 31 December 2018 was £1.3 million (2017: £1.0 million).

The company has sold parts and loaned funds to BHoldings Limited and its subsidiaries, a group in which Lady Bamford OBE and her family are the shareholders and the total value of these sales was £0.5 million (2017: £0.5 million). The net amount owed to the company by the BHoldings Limited group of companies at 31 December 2018 was £7.2 million (2017: £3.9 million).

The company has loaned funds to JCB Access Limited (previously JCB Special Products Ltd), a company in which Lord Bamford is the sole shareholder. The net amount owed to the company by JCB Access Limited (previously JCB Special Products Ltd) at 31 December 2018 was £6.7 million (2017: £6.7 million).

Details of emoluments paid to the directors are disclosed in note 8 of these financial statements.

### 28. Ultimate controlling party

The company is a subsidiary of Transmissions and Engineering Services Netherlands BV, a company incorporated in the Netherlands. Transmissions and Engineering Services Netherlands BV is the largest and smallest group which consolidates the financial statements of J.C.B. Service and is ultimately controlled by Bamford family interests. Financial statements for Transmissions and Engineering Services Netherlands BV can be obtained from the Chamber of Commerce, Blaak 40, 3011 TA, Rotterdam.

## 29. Events after the reporting period

On 4 February 2019, the group purchased 100% of the issued share capital of JCB Power Products Limited for total cash consideration of £51.0 million from BHoldings Limited (which is a related party). The transaction remains within the measurement period and the group continues to evaluate all identifiable assets and liabilities.

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 30. Registered Addresses

The registered addresses of the subsidiary and associated undertakings are detailed below:

Company	Registered address
J C Bamford Excavators Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
J C Bamford Investments	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Benelux Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Earthmovers Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Cab Systems Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Insurance Services Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Materials Handling Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Sales Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Transmissions	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Power Systems Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Landpower Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Heavy Products Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Farms Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
Wootton Organic Wholesale Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Backhoe Loaders Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Accounting and Systems Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Parts Ltd	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Remarketing Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Defence Products Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Compact Products Limited	Harewood Estate, Leek Road, Cheadle, Stoke-on-Trent, ST10 2JU
JCB North America Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
A Bamford Trading Company Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Drivetrain Systems Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Belgium NV	Nijverheidslaan, 1501, 3660, Opglabbeek, België
JCB do Brasil Ltda	Avenida Joseph Cyril Bamford, 3600 – Eden – Sorocaba- São Paulo, 18013-139
JCB Excavators Limited	145 King St. W. Ste 2701 Toronto, CA M5H 1J8
JCB Europe SARL	3, Rue du Vignolle, 95842, Sarcelles, France
JCB Ile de France SNC	5, Rue du Vignolle, 95842 Sarcelles Cedex, France
JCB SAS	3, Rue du Vignolle, 95842 Sarcelles Cedex, France
Lyomat SAS	Chemin De La Lone, 6 9491, Pierre-Bénite, France
JCB Deutschland GmbH	Graf-Zeppelin-Str.16, 51147 Köln, Germany
JCB Vertrieb and Service GmbH	Europaallee 113, 50226 Frechen, Germany
JCB Vibromax GmbH	Graf-Zeppelin-Str.16, 51147 Köln, Germany
JCB India Limited	B-1/I-1, 2 <sup>nd</sup> floor, Mohan Co-operative Industrial Estate, Mathura Rd, New Delhi, India
JCB SpA	Via Enrico Fermi, 16, 20090, Assago (Milan), Italy
Daylesford Organic Farms Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
J C Bamford NV	Zandweistraat, 16, 4181, CG Waardenburg, Netherlands
JCB Russia LLC	Russian Federation, 107045, Moscow, Trubnaya St, 12, Office 1A
JCB Maquinaria SA	C/Francisco Alonso, 11-B, 28806, Alcalá de Henares, Madrid, Spain
JCB Sales Asia Pacific Pte Ltd	No.50 Collyer Quay, #04-04 OUE Bayfront, Singapore 049321
JCB US Holdings Inc	2711 Centerville Road, Suite 400, Wilmington, DE 19808, USA
JCB Inc	2000 Bamford Blvd, Pooler, Ga 31322, USA
JCB Manufacturing Inc	2000 Bamford Blvd, Pooler, Ga 31322, USA
JCB Finance Company	103 Foulk Road, Suite 202, Wilmington, DE 19803
North Georgia Construction LLC	2679 Barrett Lakes Blvd, Kennesaw Ga 30144, USA
JCB Kenya Services Limited	LR. 1/1228, Chaka Place, Argwings, Khodhek Road, P.O BOX 46971-00100, Kenya
JCB Australia Pty Ltd	Suite 16, 828 High Street, Kew East VIC 3102, Australia
JCB Mini Excavators Limited	Lakeside Works, Rocester, Staffordshire, ST14 5JP
JCB Special Products Limited	Lakeside Works, Rocester, Staffordshire, ST14 5JP
JCB Attatchments Limited	Lakeside Works, Rocester, Uttoxeter, Staffs, ST14 5JP
JCB Vibromax Inc	2000 Bamford Blvd. Pooler, GA 31322, USA
JCB Argentina SRL	Carlos Pellegrini 1135, 6th Floor, City of Buenos Aires, Argentina
JCB Finance International Limited	Lakeside Works, Rocester, Staffordshire, ST14 5JP

# Notes to the financial statements for the year ended 31 December 2018 (continued)

# 30. Registered Addresses (continued)

JCB Equipment Limited  JC Bamford Myanmar Private Limited  JCB Golf and Country Club Limited  JCB Industries Private Limited  L Gardner & Sons Limited  JCB Management Services  JCB Credit Limited  Lakeside Works, Rocester, Staffordshire, ST14 5JP  Lakeside Works, Rocester, Staffordshire, ST14 5JP	
JCB Golf and Country Club Limited  JCB Industries Private Limited  L Gardner & Sons Limited  L Gardner & Sons Limited  JCB Management Services  Lakeside Works, Rocester, Staffordshire, ST14 5JP	
JCB Industries Private Limited  L Gardner & Sons Limited  L Gardner & Sons Limited  JCB Management Services  B-1/I-1, 2 <sup>nd</sup> floor, Mohan Co-operative Industrial Estate, Mathura Rd, New Della Lakeside Works, Rocester, Staffordshire, ST14 5JP  Lakeside Works, Rocester, Staffordshire, ST14 5JP	
L Gardner & Sons Limited  Lakeside Works, Rocester, Staffordshire, ST14 5JP  JCB Management Services  Lakeside Works, Rocester, Staffordshire, ST14 5JP	
JCB Management Services Lakeside Works, Rocester, Staffordshire, ST14 5JP	ii, India
JCB Credit Limited Lakeside Works, Rocester, Staffordshire, ST14 5JP	
J C Bamford Investments Private B-1/I-1, 2 <sup>nd</sup> floor, Mohan Co-operative Industrial Estate, Mathura Rd, New Delle Limited	ıi, India
JCB Literature Foundation B-1/I-1, 2 <sup>nd</sup> floor, Mohan Co-operative Industrial Estate, Mathura Rd, New Delh	ni, India
Lady Bamford Foundation B-1/I-1, 2 <sup>nd</sup> floor, Mohan Co-operative Industrial Estate, Mathura Rd, New Delh	ni, India
JCB Dallas LLC 2000 Bamford Blvd. Pooler, GA 31322, USA	
JCB Finance Limited The Mill, High Street, Rocester, Nr Uttoxeter, ST14 5JW	