Financial Statements

31 December 2016

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STEWART & CO

Chartered accountant & statutory auditor
Knoll House, Knoll Road
Camberley, Surrey
GU15 3SY

Financial Statements

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Strategic Report

Year ended 31 December 2016

Principal activities

The principal activity of the group during the year was that of design, manufacture and distribution of professional cleaning equipment and there has been no change during the year.

Business review

The year of 2016 has very much been a year of consolidation from a corporate standpoint; improving what we have and supporting the Dealers and Distributors both at home and abroad.

The political world of 2016 takes us into 2017 with a great many unknowns and these will be with us right through 2017/2018 and until such time as the Brexit situation, the Trump presidency and the Middle Eastern turmoil becomes a little clearer.

As the situation stands at this moment in time we do not see any risks or uncertainties that are not well within our ability to handle on a normal ongoing basis.

In order to prepare for the next decade I will take the opportunity to strengthen our management structure during 2017 so as to ensure a sound, dynamic, ongoing strategy under the 2018 banner of "Onwards and Upwards".

Inclusion

Chard remains our main production facility. We support a full range of Equal Opportunity and Capability policies with appropriate support, training and intervention to assist all prospective and existing employees through their careers with Numatic.

We also support and encourage employee involvement particularly within our Works Council and Health and Safety committee structures both to consult and share information for the mutual benefit of employees and the Company as a whole.

This report was approved by the board of directors on 7 September 2017 and signed on behalf of the board by:

Mr S B Whitlock Company Secretary

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Registered office: Knoll House Knoll Road Camberley Surrey GU15 3SY

Directors' Report

Year ended 31 December 2016

The directors present their report and the financial statements of the group for the year ended 31 December 2016.

Directors

The directors who served the company during the year was as follows:

Mr C R Duncan

Dividends

The directors do not recommend the payment of a dividend.

Employment of disabled persons

It is the group's policy to consider applications for employment from disabled people on the same basis as other potential employees. Ability and aptitude are the determining factors in the selection, training, career development and promotion of all employees. If an employee becomes disabled during the period of employment the group will, if necessary and to the extent possible, retrain the employee for duties suited to that employee's abilities following disablement.

Employee involvement

The group involves employees in the business in various ways. Regular meetings are held between managers and the Union Representatives of staff to discuss any issues arising and the Health and Safety Committee liases with staff.

Financial instruments

The group does not use any financial instruments to hedge its risks associated with price, credit, liquidity or cash flow. The group reviews its' exposure to foreign exchange risk on an ongoing basis.

Disclosure of information in the strategic report

The group in accordance with section 414C(11) of the Companies Act 2006(Strategic Report and Directors' Report) Regulations 2013 has set out in the group's strategic report information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

Directors' responsibilities statement

The directors are responsible for preparing the strategic report, directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 the company and the profit or loss of the group for that period.

Directors' Report (continued)

Year ended 31 December 2016

Directors' responsibilities statement (continued)

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

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

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

Auditor

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

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

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on 7 September 2017 and signed on behalf of the board by:

Mr S B Whitlock
Company Secretary

Registered office: Knoll House Knoll Road Camberley Surrey GU15 3SY

Independent Auditor's Report to the Member of NUMATIC INTERNATIONAL LIMITED

Year ended 31 December 2016

We have audited the financial statements of Numatic International Limited for the year ended 31 December 2016 which comprise the consolidated statement of comprehensive income, consolidated statement of financial position, company statement of financial position, consolidated statement of changes in equity, consolidated statement of cash flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the strategic report and the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2016 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Independent Auditor's Report to the Member of NUMATIC INTERNATIONAL LIMITED (continued)

Year ended 31 December 2016

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements and have been prepared in accordance with applicable legal requirements.

In light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report and the directors' report.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

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David Hartley FCA (Senior Statutory Auditor)

For and on behalf of Stewart & Co Chartered accountant & statutory auditor

Knoll House, Knoll Road Camberley, Surrey GU15 3SY

7 September 2017

Consolidated Statement of Comprehensive Income

Year ended 31 December 2016

		2016	2015
	Note	£000	£000
Turnover	4	137,401	137,355
Cost of sales	÷	83,684	87,357
Gross profit		53,717	49,998
Distribution costs		2,966	2,484
Administrative expenses		36,638	34,202
Other operating income	5	30	95
Operating profit	6	14,143	13,407
Other interest receivable and similar income		107	79
Interest payable and similar expenses	10	355	571
Profit before taxation		13,895	12,915
Tax on profit	11	2,697	2,445
Profit for the financial year		11,198	10,470
		(0.004)	
Remeasurement of the net defined benefit plan		(6,881)	5,342
Foreign currency retranslation		1,548	(558)
Tax relating to components of other comprehensive income		1,376	(1,068)
Other comprehensive income for the year		(3,957)	3,716
Total comprehensive income for the year		7,241	14,186
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All the activities of the group are from continuing operations.

Consolidated Statement of Financial Position

31 December 2016

	Note		2016 £000	2015 £000
Fixed assets				
Intangible assets	13 14		796	72
Tangible assets	14		37,142	36,076
			37,938	36,148
Current assets				
Stocks	16	21,514		19,525
Debtors	17	21,480		19,820
Cash at bank and in hand		30,619		22,448
		73,613		61,793
Creditors: amounts falling due within one year	19	20,611		19,025
Net current assets			53,002	42,768
Total assets less current liabilities		,	90,940	78,916
Creditors: amounts falling due after more than		•		
one year	20		4,498	4,334
Provisions				
Taxation including deferred tax	22	209		13
Other provisions	22	1,978		1,705
			2,187	1,718
Net assets excluding defined benefit pension plan	1 .			
liability			84,255	72,864
Defined benefit pension plan liability	24		9,554	5,404
Net assets including defined benefit pension plan				
liability			74,701	67,460
Capital and reserves				
Called up share capital	26		5,000	5,000
Profit and loss account	27		69,701	62,460
Member funds			74,701	67,460

These financial statements were approved by the board of directors and authorised for issue on 7 September 2017 and are signed on behalf of the board by:

Mr C R Duncan Director

Company registration number: 773331

Company Statement of Financial Position

31 December 2016

	Note		2016 £000	2015 £000
Fixed assets	Note		2000	£000
Intangible assets	13		64	72
Tangible assets	14		32,134	31,089
Investments	15		5,553	3,215
			37,751	34,376
Current assets				
Stocks	16	13,968		13,221
Debtors	17	19,500		21,043
Cash at bank and in hand		28,111		20,454
		61,579	,	54,718
Creditors: amounts falling due within one year	19	16,353		15,903
Net current assets			45,226	38,815
Total assets less current liabilities			82,977	73,191
Creditors: amounts falling due after more than				
one year	20		3,244	3,090
Provisions				
Taxation including deferred tax	22		113	173
•				
Net assets excluding defined benefit pension plan liability			79,620	69,928
Defined benefit pension plan liability	24		9,554	5,404
Net assets including defined benefit pension plan	_			
liability			70,066	64,524
•				
Capital and reserves				
Called up share capital	26		5,000	5,000
Profit and loss account	27		65,066	59,524
Member funds			70,066	64,524
		*		

The profit for the financial year of the parent company was £11,047,000 (2015: £9,307,000).

These financial statements were approved by the board of directors and authorised for issue on 7 September 2017, and are signed on behalf of the board by:

Mr C R Dulcan Director

Company registration number: 773331

Consolidated Statement of Changes in Equity

			Profit and	
		Called up	loss	
		share capital	account	Total
		£000	£000	£000
At 1 January 2015		5,000	48,274	53,274
Profit for the year			10,470	10,470
Other comprehensive income for the year:			ŕ	
Remeasurement of the net defined benefit plan	24	_	5,342	5,342
Foreign currency retranslation		_	(558)	(558)
Tax relating to components of other comprehensive				. ,
income	11	<u> </u>	(1,068)	(1,068)
Total comprehensive income for the year			14,186	14,186
At 31 December 2015		5,000	62,460	67,460
Profit for the year			11,198	11,198
Other comprehensive income for the year:	,		,	,
Remeasurement of the net defined benefit plan	24	_	(6,881)	(6,881)
Foreign currency retranslation		_	1,548	1,548
Tax relating to components of other comprehensive			,	•
income	11	_	1,376	1,376
Total comprehensive income for the year			7,241	7,241
				-4-6:
At 31 December 2016		5,000	69,701 ———	74,701

Company Statement of Changes in Equity

			Profit and	
		Called up	loss	
		share capital	account	Total
44.4.1		£000	£000	£000
At 1 January 2015		5,000	45,943	50,943
Profit for the year			9,307	9,307
Other comprehensive income for the year:				
Remeasurement of the net defined benefit plan Tax relating to components of other comprehensive	24	-	5,342	5,342
income	11	_	(1,068)	(1,068)
Total assumptions in a sure for the year			42.504	40.504
Total comprehensive income for the year		_	13,581	13,581
At 31 December 2015		5,000	59,524	64,524
Profit for the year			11,047	11,047
Other comprehensive income for the year:			•	•
Remeasurement of the net defined benefit plan Tax relating to components of other comprehensive	24	_	(6,881)	(6,881)
income	11	_	1,376	1,376
				
Total comprehensive income for the year		_	5,542	5,542
At 31 December 2016		5,000	65,066	70,066
ACTI December 2010		3,000		7 0,000

Consolidated Statement of Cash Flows

	Note	2016 £000	2015 £000
Cash flows from operating activities Profit for the financial year		11,198	10,470
Adjustments for: Depreciation of tangible assets Amortisation of intangible assets Other interest receivable and similar income Interest payable and similar expenses (Gains)/loss on disposal of tangible assets Tax on profit Accrued expenses FRS 102 Pension cost adjustment Exchange differences arising on consolidation Exchange rate adjustments on fixed assets Exchange rate adjustments on intangible assets		3,674 158 (107) 355 (44) 2,697 685 (1,899) 1,534 (802) 6	3,132 15 (79) 571 51 2,445 403 (325) (573) 300
Changes in: Stocks Trade and other debtors Trade and other creditors Provisions and employee benefits Cash generated from operations		(1,989) (1,660) 1,192 273 15,271	562 (1,098) (1,041) (93)
Interest paid Interest received Tax paid Net cash from operating activities		(150) 107 (2,461) 12,767	(159) 79 (1,752) 12,908
Cash flows from investing activities Purchase of tangible assets Proceeds from sale of tangible assets Purchase of intangible assets Net cash used in investing activities		(4,592) 108 (298) (4,782)	(9,805) 47 — (9,758)
Cash flows from financing activities Proceeds from borrowings Net cash from/(used in) financing activities		164 164	(1,060) (1,060)
Net increase in cash and cash equivalents Cash and cash equivalents at beginning of year		8,149 21,726	2,090 19,636
Cash and cash equivalents at end of year	18	29,875	21,726

Notes to the Financial Statements

Year ended 31 December 2016

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Knoll House, Knoll Road, Camberley, Surrey, GU15 3SY.

2. Statement of compliance

Numatic International Limited is a limited company incorporated in England. The Registered Office is Knoll House, Knoll Road, Camberley, Surrey, GU15 3SY.

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Disclosure exemptions

The parent company satisfies the criteria of being a qualifying entity as defined in FRS 102. As such, advantage has been taken of the following reduced disclosures available under FRS 102:

- (a) Disclosures in respect of each class of share capital have not been presented.
- (b) No cash flow statement has been presented for the company.
- (c) Disclosures in respect of financial instruments have not been presented.
- (d) No disclosure has been given for the aggregate remuneration of key management personnel.

Consolidation

The financial statements consolidate the financial statements of Numatic International Limited and all of its subsidiary undertakings.

The results of subsidiaries acquired or disposed of during the year are included from or to the date that control passes.

The parent company has applied the exemption contained in section 408 of the Companies Act 2006 and has not presented its individual profit and loss account.

Notes to the Financial Statements (continued)

Year ended 31 December 2016

3. Accounting policies (continued)

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Lease commitments: The Group obtains use of property, plant and equipment as lessee through operating leases. The Group also acts as lessor under finance leases on property, plant and equipment. The classification of such leases as operating or finance lease requires the Group to determine, based on an evaluation of the terms and conditions of the arrangements, whether it retains or acquires the significant risks and rewards of ownership of these assets and accordingly whether the lease requires an asset and liability to be recognised in the statement of financial position.

The following are the Group's key sources of estimation uncertainty:

Pension benefits:

The cost of defined benefit pension plans are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates and retail price inflation. Due to the complexity of the valuation, the underlying assumptions and the long term nature of these plans, such estimates are subject to significant uncertainty. In determining the appropriate discount rate, management considers the interest rates of high quality corporate bonds. The mortality rate is based on publicly available mortality tables for the specific country. Future salary increases and pension increases are based on expected future inflation rates for the respective country. Further details are given in note 23.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied, stated net of discounts and of Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer, usually on despatch of the goods, the amount of revenue can be measured reliably, it is probable that the associated economic benefits will flow to the entity, and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Notes to the Financial Statements (continued)

Year ended 31 December 2016

3. Accounting policies (continued)

Income tax (continued)

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses. Any intangible assets carried at revalued amounts, are recorded at the fair value at the date of revaluation, as determined by reference to an active market, less any subsequent accumulated amortisation and subsequent accumulated impairment losses.

Intangible assets acquired as part of a business combination are recorded at the fair value at the acquisition date.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Goodwill

- 5 or 15 years

Patents

- Between 10 and 20 years straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Research and development

Research expenditure is written off in the period in which it is incurred.

Development expenditure incurred is capitalised as an intangible asset only when all of the following criteria are met:

- It is technically feasible to complete the intangible asset so that it will be available for use or sale:
- There is the intention to complete the intangible asset and use or sell it;
- There is the ability to use or sell the intangible asset;
- The use or sale of the intangible asset will generate probable future economic benefits;
- There are adequate technical, financial and other resources available to complete the development and to use or sell the intangible asset; and
- The expenditure attributable to the intangible asset during its development can be measured reliably.

Expenditure that does not meet the above criteria is expensed as incurred

Notes to the Financial Statements (continued)

Year ended 31 December 2016

Accounting policies (continued)

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Freehold Property Plant & Machinery

- 2% per annum straight line (France 15 years)

 On a straight line monthly basis over the first 6 years to 10% of cost, thereafter its value in use is reassessed on an annual basis and 20% reducing balance (France over 5 and 10 years straight

line)

Computer Equipment

- On a straight line basis over the first 3 years to 10% of cost, thereafter its value in use is reassessed on an annual basis

(France between 3 and 5 years straight line)

Motor Vehicles

Tooling

- 20%-33% per annum straight line

- On a straight line monthly basis over 4 to 10 years

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date. An impairment loss is reversed in a subsequent period if the reasons for the initial impairment loss have ceased to apply.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

Notes to the Financial Statements (continued)

Year ended 31 December 2016

3. Accounting policies (continued)

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

Finance leases and hire purchase contracts

Assets held under finance leases and hire purchase contracts as lessor are recognised in the statement of financial position as receivables at the value of the net investment in the lease. Any initial direct costs are included in the receivable.

Lease income is recognised so as to reflect a constant periodic rate of return on the net investment in the lease.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Notes to the Financial Statements (continued)

Year ended 31 December 2016

3. Accounting policies (continued)

Financial instruments (continued)

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Defined benefit plans

The group operates a defined benefit pension scheme for employees. The assets of the scheme are held separately from those of the group.

Current service costs, past service costs and gains and losses on settlements and curtailments are charged to the profit and loss account. Past service costs are recognised over the vesting period or immediately if the benefits have vested. When a settlement (eliminating all obligations for benefits already accrued) or a curtailment (reducing future obligations as a result of a material reduction in the scheme membership or a reduction in future entitlement) occurs, the obligation and related plan assets are re-measured using current actuarial assumptions and the resultant gain or loss is recognised in the profit and loss account during the period in which the settlement or curtailment occurs.

The interest cost and the expected return on assets are shown as a net amount in the profit and loss account as other finance costs or income. Actuarial gains and losses are recognised immediately in the statement of total recognised gains and losses.

Pension scheme assets are valued at fair value at the balance sheet date. Fair value is based on market price information and in the case of quoted securities is the published bid price. Pension scheme liabilities are measured on an actuarial basis using the projected unit method and are discounted to their present value using a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities. Pension scheme deficits are recognised in full on the balance sheet, net of related deferred tax.

The overseas subsidiary undertakings make contributions (where applicable) on behalf of their employees into private funds, contributions to these schemes are charged to the profit and loss account as they are incurred.

The parent undertaking also operates a defined contribution self-administered scheme for directors, contributions to this scheme are charged to the profit and loss account as they are incurred.

Notes to the Financial Statements (continued)

Year ended 31 December 2016

4. Turnover

The turnover for the year was derived from the group's principal activity. In the opinion of the director all geographical markets are supplied under similar terms conditions and prices, and the products supplied form one class of business. Inter group trading is eliminated on consolidation. The director considers that any further disclosure in terms of turnover analysis would be commercially sensitive and therefore prejudicial to the group.

5. Other operating income

	Other operating income	2016 £000 30	2015 £000 95
	· ·		
6.	Operating profit		
	Operating profit or loss is stated after charging:		
		2016	2015
		£000	£000
	Amortisation of intangible assets	158	15
	Depreciation of tangible assets	3,673	3,132
	(Gains)/loss on disposal of tangible assets	(44)	51
	Impairment of trade debtors	54	(5)
	Research and development expenditure written off	973	_
	Operating lease rentals	953	405
	Foreign exchange differences		34
7.	Auditor's remuneration		
		2016	2015
		£000	£000
	Fees payable to Stewart & Co		
	Fees payable for the audit of the financial statements	72	<u>64</u>
		2016	2015
		£000	£000
	Fees payable to overseas auditors		
	Fees payable for the audit of the financial statements	<u>75</u>	83

Notes to the Financial Statements (continued)

Year ended 31 December 2016

8. Staff costs

The average number of persons employed by the group during the year, including the directors, amounted to:

	2016	2015
	No.	No.
Production staff	715	690
Administrative staff	276	263
	991	953
The aggregate payroll costs incurred during the year, relating to the abo	vc, were:	
	2016	2015
	£000	£000
Wages and salaries	33,382	32,322
Social security costs	2,217	2,025
Other pension costs	2,716	2,729
	38,315	37,076

Other pension costs are amounts charged to operating profit and do not include amounts credited to finance income and charged to finance costs (see note 9), and amounts recognised in the statement of other comprehensive income.

9. Directors' remuneration

The director's aggregate remuneration in respect of qualifying services was:

		2016	2015
		£000	£000
	Remuneration	846	831
	Remuneration of the highest paid director in respect of qualifying services:		
		2016	2015
		£000	£000
	Aggregate remuneration	846	831
	195-3-1		
10.	Interest payable and similar expenses		
		2016	2015
		£000	£000
	Net finance costs in respect of defined benefit pension plans	205	412
	Other interest payable and similar charges	150	159
		355	571

Notes to the Financial Statements (continued)

Year ended 31 December 2016

11. Tax on profit

Major components of tax expense

	2016	2015
	£000	£000
Current tax:	4.500	4 000
UK current tax expense	1,569	1,982
Adjustments in respect of prior periods	131	_
Total UK current tax	1,700	1,982
	·	•
Foreign current tax expense	448	316
Total current tax	2,148	2,298
Total Guiteri tax		
Deferred tax:		
Origination and reversal of timing differences	549	147
origination and voroiosi or timing amoronous		
Tax on profit	2,697	2,445
-		

Tax recognised as other comprehensive income or equity

The aggregate current and deferred tax relating to items recognised as other comprehensive income or equity for the year was £1,376,000 (2015: £1,068,000 debit).

Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is lower than (2015: lower than) the standard rate of corporation tax in the UK of 20% (2015: 20%).

	2016 £000	2015 £000
Profit on ordinary activities before taxation	13,895	12,915
Profit on ordinary activities by rate of tax	2,779	2,583
Adjustment to tax charge in respect of prior periods	131	_
Effect of expenses not deductible for tax purposes	32	29
Effect of capital allowances and depreciation	120	20
Effect of different UK tax rates on some earnings	_	29
Overseas taxation	448	316
Tax adjustment for overseas subsidiaries	(174)	(281)
Tax adjustment for pension costs under FRS102	(339)	` 17 [°]
Sundry tax adjusting items	(570)	(415)
Overseas subsidiaries deferred tax movements	270	147
Tax on profit	2,697	2,445

12. Profit for the year of the parent company

The profit for the financial year of the parent company was £11,047,000 (2015: £9,307,000).

Notes to the Financial Statements (continued)

Year ended 31 December 2016

13. Intangible assets

Group	Patents, trademarks and licences £000	Software £000	Total £000
Cost At 1 January 2016 Additions from internal developments Transfers Exchange differences	162 - - 8	_ 298 998 _	162 298 998 8
At 31 December 2016	170	1,296	1,466
Amortisation At 1 January 2016 Charge for the year Transfers Exchange differences	90 8 - 8	150 407 7	90 158 407 15
At 31 December 2016	106	564	670
Carrying amount At 31 December 2016 At 31 December 2015	64 72	732	796
Company			Patents, trademarks and licences £000
Cost At 1 Jan 2016 and 31 Dec 2016			136
Amortisation At 1 January 2016 Charge for the year	•		64 8
At 31 December 2016			72
Carrying amount At 31 December 2016			64
At 31 December 2015			72

Notes to the Financial Statements (continued)

Year ended 31 December 2016

14. Tangible assets

Group	Land & buildings £000	Plant & machinery £000	Fixtures & fittings £000	Motor vehicles £000	Tooling £000	Total £000
Cost At 1 Jan 2016 Additions Disposals Transfers Exchange	32,220 1,415 - 41	15,701 916 (125) (1,038)	4,814 505 (468) -	775 177 (107) -	10,339 1,579 (37)	63,849 4,592 (737) (997)
differences	748	371	218	238	19	1,594
At 31 Dec 2016	34,424	15,825	5,069	1,083	11,900	68,301
Depreciation At 1 Jan 2016 Charge for the	6,909	10,105	3,161	449	7,149	27,773
year Disposals Transfers	666 - 1	1,193 (94) (408)	597 (452) -	135 (90) -	1,083 (37) -	3,674 (673) (407)
Exchange differences	235	211	157	175	14	792
At 31 Dec 2016	7,811	11,007	3,463	669	8,209	31,159
Carrying amount At 31 Dec 2016	26,613	4,818	1,606	414	3,691	37,142
At 31 Dec 2015	25,311	5,596	1,653	326	3,190	36,076
Company	Land & buildings £000	Plant & machinery £000	Fixtures & fittings £000	Motor vehicles £000	Tooling £000	Total £000
Cost At 1 Jan 2016 Additions Disposals Transfers	27,546 1,392 – 41	13,390 814 (18) (41)	3,712 416 (433)	53 - - -	10,220 1,572 (4)	54,921 4,194 (455)
At 31 Dec 2016	28,979	14,145	3,695	53	11,788	58,660
Depreciation At 1 Jan 2016 Charge for the	5,453	8,837	2,432	46	7,064	23,832
year Disposals Transfers	612 - 1	988 (18) (1)	456 (417) -	2 - -	1,074 (3) —	3,132 (438) -
At 31 Dec 2016	6,066	9,806	2,471	48	8,135	26,526
Carrying amount At 31 Dec 2016	22,913	4,339	1,224	5	3,653	32,134
At 31 Dec 2015	22,093	4,553	1,280	7	3,156	31,089

Notes to the Financial Statements (continued)

Year ended 31 December 2016

14. Tangible assets (continued)

Capital commitments

	Group		Company	
	2016	2015	2016	2015
	£000	£000	£000	£000
Contracted for but not provided for in				
the financial statements	805	_	805	_

15. Investments

The group has no investments.

Company	Shares in
	group
	undertakings
	£000
Cost	
At 1 January 2016 and 31 December 2016	10,244
Impairment	
At 1 January 2016	7,029
Reversal of impairment losses	(2,338)
Neversal of impairment losses	(2,330)
At 31 December 2016	4,691
Committee amount	***************************************
Carrying amount	E 552
At 31 December 2016	5,553
At 31 December 2015	3,215

All subsidiary undertakings are involved in the sale and distribution of group and associated products.

In the parent company financial statements investments in subsidiaries are accounted for at cost less impairment. All subsidiary undertakings are included in the consolidated accounts.

Subsidiaries, associates and other investments

Details of the investments in which the parent company has an interest of 20% or more are as follows:

	Percentage of shares
Class of share	held
Ordinary	100
	Ordinary Ordinary Ordinary Ordinary Ordinary

Notes to the Financial Statements (continued)

Year ended 31 December 2016

16. Stocks

		Group	.	Compa	nv
		2016	2015	2016	2015
		£000	£000	£000	£000
	Raw materials and consumables	10,200	9,238	10,200	9,238
	Work in progress	899	977	899	977
	Finished goods and goods for resale	10,385	9,280	2,839	2,976
	Small tools	30	30	30	30
		21,514	19,525	13,968	13,221
17.	Debtors				
		Group)	Compa	ny
		2016	2015	2016	2015
		£000	£000	£000	£000
	Trade debtors	17,014	16,212	10,577	10,901
	Amounts owed by group undertakings Assets held under finance leases and	-	_	8,286	9,486
	hire purchase contracts	493	374	_	_
	Prepayments and accrued income	933	716	637	656
	Other debtors	3,040	2,518	_	_
		21,480	19,820	19,500	21,043
	The debtors above include the following a	amounts falling	due after more	than one year	:
		Group	o	Compa	ny
		2016	2015	2016	2015
		£000	£000	£000	£000
	Assets held under finance leases and				
	hire purchase contracts	269 ——	234	_	
18.	Cash and cash equivalents				
	Cash and cash equivalents comprise the	following:			
		J		2016	2015
				£000	£000
	Cash at bank and in hand			30,619	22,448
	Bank overdrafts			(744)	(722)
				29,875	21,726

Notes to the Financial Statements (continued)

Year ended 31 December 2016

19. Creditors: amounts falling due within one year

	Group		Company	
	2016	2015	2016	2015
	£000	£000	£000	£000
Bank loans and overdrafts	744	722	107	24
Trade creditors	8,786	7,943	7,360	7,169
Accruals and deferred income	7,358	6,673	6,707	6,372
Corporation tax	669	982	669	982
Social security and other taxes	2,144	1,558	1,510	1,356
Other creditors	910	1,147	_	-
	20,611	19,025	16,353	15,903

20. Creditors: amounts falling due after more than one year

	Group		Company	
	2016	2015	2016	2015
	£000	£000	£000	£000
Bank loans and overdrafts	4,498	4,334	3,244	3,090

Included within creditors: amounts falling due after more than one year is an amount of £754,000 (2015: £812,000) in respect of liabilities payable or repayable by instalments which fall due for payment after more than five years from the reporting date.

The amounts falling due for payment after more than five years are mortgages with repayment terms between 20 and 25 years and interest rates between 2.56% and 5.25%.

21. Finance leases and hire purchase contracts

As lessor

	Group		Company			
	2016	2016 2015	2016 2015 201 6	2016 2015 2016	2016	2015
	£000	£000	£000	£000		
Gross investment in finance leases	540	434	_	_		
Less: unearned finance income	(47)	(60)	_	_		
B. and also define a large		<u></u>				
Present value of minimum lease						
payments	493	374	-	_		

Group and company

The gross investment in finance leases and present value of minimum lease payments receivable are aged as follows at the year end:

			Present value of	minimum
·	Gross invest	ment	lease paym	ents
	2016	2015	2016	2015
	£000	£000	£000	£000
Not later than 1 year	250	170	224	140
Later than 1 year and not later than 5				
years	290	264	269	234
•	-			
	540	434	493	374

Notes to the Financial Statements (continued)

Year ended 31 December 2016

21. Finance leases and hire purchase contracts (continued)

The group entered into finance leasing arrangements for use of its equipment, with lease terms between 2 and 3 years.

22. Provisions

Group	Deferred tax	Other	
	(note 23)	provisions	Total
	£000	£000	£000
At 1 January 2016	13	1,705	1,718
Charge against provision	222		222
Other movements	(26)	273	247
At 31 December 2016	209	1,978	2,187

Company	Deferred tax
	(note 23)
	£000
At 1 January 2016	173
Charge against provision	(60)
At 31 December 2016	113

Other provisions at a group level relate to misappropriation of assets at an overseas subsidiary. Legal avenues continue to be pursued for recovery or compensation and until these are concluded the assets continue to be shown as recoverable at subsidiary level hence the need to provide for them at group level. Management remains optimistic of securing financial redress and to the extent they do provisions may be reversed in future accounting periods.

23. Deferred tax

The deferred tax included in the statement of financial position is as follows:

	Group		Company	
	2016	2015	2016	2015
	£000	£000	£000	£000
Included in provisions (note 22)	209	13	113	173

The deferred tax account consists of the tax effect of timing differences in respect of:

	Group		Company	
	2016	2015	2016	2015
	£000	£000	£000	£000
Accelerated capital allowances	113	173	113	173
Other timing differences	96	(160)	_	_
		· 		
	209	13	113	173

Notes to the Financial Statements (continued)

Year ended 31 December 2016

24. Employee benefits

Defined benefit plans

The group operates a number of pension schemes for its employees.

Defined benefit pension scheme (company only)

The company and employees contribute at the overall rate of 28% of gross salaries (of which contributions from members who have opted not to participate in the sacrifice arrangements represent just 0.1% of total gross salaries). An actuary reviews the assets and liabilities of the scheme on a triennial basis for funding purposes, the last valuation being as at 1 April 2015. Interim valuations will continue to be performed at the end of each accounting year for the purposes of FRS 102 disclosures.

The actuarial assessment considers the assets and liabilities at the date of calculation and forecasts assets and liabilities in the future according to a set of assumptions, the most important of which are the rate of return on the assets and the rate of increase in remuneration and pensions.

At the date of the last full valuation in 2015, the actuarial valuation of the assets was £49,310,000 and of the liabilities £56,065,000, representing a shortfall of £6,755,000 and a funding level of 88%. This underfunding has been reduced by making a single deficit-reducing contribution of £4,270,000 in January 2017.

The position will be reviewed at the next actuarial valuation, which should have an effective date not more than three years from the date of the latest valuation.

The statement of financial position net defined benefit liability is determined as follows:

	2016	2015
	£000	£000
Present value of defined benefit obligations	(72,580)	(56,065)
Fair value of plan assets	60,638	49,310
	(11,942)	(6,755)
Other assets/(liabilities) recognised	2,388	1,351
	(9,554)	(5,404)

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

	2010
	£000
At 1 January 2016	56,065
Current service cost	1,334
Interest expense	2,215
Benefits paid	(1,491)
Contributions by plan participants	113
Remeasurements:	
Actuarial gains and losses	14,344
At 31 December 2016	72,580

2016

Notes to the Financial Statements (continued)

Year ended 31 December 2016

24. Employee benefits (continued)

At 1 January 2016 Interest income Benefits paid Contributions by employer Contributions by plan participants Scheme expenses Remeasurements: Return on plan assets, excluding amount included in interest income		2016 £000 49,310 2,010 (1,491) 3,465 113 (232)
At 31 December 2016	•	7,463 60,638
	II	
The total costs for the year in relation to defined benefit plans are as fol	2016 £000	2015 £000
Recognised in profit or loss: Current service cost Net interest expense Scheme expenses	1,334 205 232	1,150 412 230
Recognised in other comprehensive income: Remeasurement of the liability:	1,771	1,792
Actuarial gains and losses Return on plan assets, excluding amounts included in net interest	(14,344) 7,463 (6,881)	6,213 (871) 5,342
	(0,001)	===
The fair value of the major categories of plan assets are as follows:		
	2016 %	2015 %
Equity instruments Debt instruments Cash and cash equivalents	79.00 19.00 2.00	80.00 19.00 1.00
The pension scheme has not invested in any of the Company's own fi properties or other assets used by the Company.	inancial instrum	ents nor in
The return on plan assets are as follows:	2016	2015
Return on assets of benefit plan	£000 9,473	£000 922

Notes to the Financial Statements (continued)

Year ended 31 December 2016

24. Employee benefits (continued)

The principal actuarial assumptions as at the statement of financial position date were:

	2016	2015
	%	%
Discount rate	2.80	4.00
Expected rate of salary increase	3.00	3.70
Expected rate of increase in pensions	3.40	3.10
Inflation assumption	3.50	3.20
Mortality rates:		
Current pensioners at 65 - male	86.10	86.00
Current pensioners at 65 - female	88.00	87.90
Future pensioners at 65 - male	87.30	87.30
Future pensioners at 65 - female	89.50	89.40

Other pension schemes

The overseas subsidiary undertakings make contributions into employees' personal pension schemes.

Total pension costs

The total pension cost charge represents contributions payable by the group to the funds and amounted to £2,717,000 (2015: £2,729,000), including contributions payable by overseas subsidiary undertakings. All contributions deducted from employees and payable by the employer have been paid to the UK schemes.

25. Financial instruments

The carrying amount for each category of financial instrument is as follows:

Financial assets that are debt instruments measured at amortised cost

	Group	
	2016	2015
	£000	£000
Financial assets that are debt instruments measured at amortised		
cost	17,653	16,648
Financial liabilities measured at amortised cost		
	Group)
	2016	2015
	£000	£000
Financial liabilities measured at amortised cost	14,194	12,661

The group only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. No transactions have been deferred beyond normal credit terms or financed at non-market rates of interest. The cumulative amortisation on the recognised financial assets and liabilities is £Nil (2015: £Nil).

26. Called up share capital

Issued, called up and fully paid

	2016		2015	
	No.	£000	No.	£000
Ordinary shares of £1 each	5,000,000	5,000	5,000,000	5,000

Notes to the Financial Statements (continued)

Year ended 31 December 2016

27. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

28. Operating leases

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

	Group		Company	
	2016	2015	2016	2015
	£000	£000	£000	£000
Not later than 1 year	1,089	891	430	432
Later than 1 year and not later than 5				
years	1,235	1,165	679	672
Later than 5 years	12	7	-	7
	2,336	2.063	1,109	1,111
	_,000	<u> </u>	1,100	-, , , ,

29. Charges on assets

Bank borrowings covering the bank treasury loan and the overdraft facility are secured by specific legal charges over freehold land and property.

30. Related party transactions

Company

The company was under the control of Mr C R Duncan throughout the current and previous year. Mr C R Duncan is the director and sole shareholder.

Key management personnel include all persons that have authority and responsibility for planning, directing and controlling the activities of the group. The director and sole shareholder, Mr C R Duncan, is considered to be key management personnel of the group. Total remuneration is disclosed in note 9.