# **Akzo Nobel Aerospace Coatings Limited**

Annual Report and Financial Statements
Registered number 00938151
31 December 2022



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## Strategic Report

for the year ended 31 December 2022

The directors present their Strategic Report and the audited Financial Statements for the year ended 31 December 2022

#### **Principal activities**

The principal activity of the Company is the sale and distribution of coatings to the aerospace industry.

#### **Business review**

The Company's business is part of the AkzoNobel Performance Coatings Business Unit of the group headed by Akzo Nobel N.V. Full information on the strategy of the Business Unit can be found in the Annual Report and Financial Statements 2022, pages 20 - 21, of the ultimate parent company; Akzo Nobel N.V. Copies are available as indicated in note 23 of the financial statements.

With effect from 1 April 2022, the Company acquired all of the business and assets of Mapaero UK Limited. Throughout the year, the business continued to adapt to challenging post Brexit and Covid conditions with location of supply being constantly under review.

Continuity of supply from our sister manufacturing plant in Waukegan USA, has started to show signs of improvement, easing the burden along the whole supply chain.

#### Strategic developments

Our strategy remains unchanged: we look to continue to develop our business segments with the aim of growing above the market.

#### Operational performance

In 2022 both volume and turnover increased compared to 2021, largely as a result of the trade and asset acquisition of Mapaero effective 1st April 2022.

#### Key performance indicators

The Company assesses business performance over many indicators; both stand alone and also as a key part of the Speciality Coatings Sub Business Unit. Full analysis of this business area is provided in the annual report, pages 20-21, of Akzo Nobel N.V. as indicated above. The standalone indicators are presented in the below table.

Indicator	2022	2021	Delta
Turnover from sale of goods	£10,854,000	£7,842,000	£3,012,000
Pre-tax profit margin (profit before taxation divided	17.41%	20.62%	5.27%
by turnover)			

Turnover includes both third parties and intercompany sales.

#### Research and development

R&D is performed at central level in the Netherlands.

#### **Future developments**

The business has continued to adapt to the ongoing impact of Brexit throughout 2022 and 2023. We have successfully updated and provided additional documentation for all our EU imports/exports. However, we still encounter some delays as a result of the updated import/export clearance documentation, these occurrences are being managed in a timely manner by all stakeholders. The business has made several strategic decisions to relocate some of the product lines originally made in Leicester to the Sassenheim organisation, additionally and vice versa within 2024 we will take onboard more localised mixing of key product lines such as Aerobase base- coat within the Leicester facility to support the local Aerospace market in the UK, thus alleviating the impact of continuous importing of this product line from Sassenheim. Overall, with these current and future changes we will be running more efficiently throughout 2024 and into 2025.

Akzo Nobel Aerospace Coatings Limited Registered number 00938151 Annual Report and Financial Statements 31 December 2022

# Strategic Report (continued)

for the year ended 31 December 2022

#### Principal risks and uncertainties

#### **Economy**

The Company recognises that the possible risks to its operations are unfavourable exchange rates and its exposure to credit risks, which are managed through reducing the Company's exposure to foreign currency and strict adherence to the Group's credit policy.

#### Going concern

The directors have assessed the cash flow requirements for at least twelve months from date of approval of the financial statements which show that the company can pay its liabilities as they fall due. Akzo Nobel N.V., the Company's ultimate parent undertaking, has provided a letter of support stating its intention that it shall continue to provide financial and other support to the company for the foreseeable future for a period of at least twelve months from the date of approval of these financial statements to enable it to continue to trade. On this basis the directors, having made appropriate enquiries, consider that the company has adequate resources, including the existing cash pooling arrangement to continue in operational existence for the foreseeable future, and it is therefore appropriate to adopt the going concern basis in preparation of the financial statements.

As a result of the company's performance and financial position the directors do not consider there to be any material uncertainty relating to the company's ability to continue as a going concern and have prepared the financial statements on a going concern basis.

On behalf of the Board

Mark Richardson

Director

The AkzoNobel Building Wexham Road Slough SL2 5DS

13 March 2024

# **Directors' Report**

## For the year ended 31 December 2022

The directors present their Directors' Report and the audited Financial Statements for the year ended 31 December 2022.

#### Results and dividends

The results for the year ended 31 December 2022 are set out on page 9 of the financial statements. The profit for the financial year was £1,540k (2021: £2,098k). The net assets at 31 December 2022 were £18,751k (2021: £17,211k). The directors do not recommend the payment of a dividend (2021: £nil).

On 6<sup>th</sup> July 2023 an interim dividend of £10m was paid to the company's shareholders for the year ended 31 December 2023.

#### **Directors**

The directors of the Company who held office during the year and up to the date of signing of the financial statements were as follows:

Mr M.J.W. Dieben

Resigned 6th June 2022

Mr M. Carter

Appointed 9th June 2022

Mr M.N. Richardson

Mrs N. Akay Kemahli

Resigned 31st March 2022

#### **Employees**

The Company's policy is to consider all job applications by disabled persons sympathetically in relation to the duties, responsibilities and physical requirements of the vacancies, the aptitudes of the applicants, including the nature of the disability, the working environment and the facilities required for the effective performance of the job by the applicant.

If any existing employee becomes disabled, the Company will examine any effects of the disability on current job performance and take all practicable steps to maintain the employees' continued employment through the provision of appropriate retraining, changes in working facilities or, with mutual agreement, the provision of alternative employment more closely related to the employees' capabilities.

The Company will continue to identify and monitor the employment of Registered Disabled persons to determine its position in relation to the current statutory requirements.

#### Employee involvement

The policy of providing employees with information about the Company will be continued through various media used by the Company to present such information. A Works Council meets on a regular basis which enables employee representatives to discuss business issues with senior management. An annual bonus scheme is in operation which rewards employees and is linked to the performance of the Company.

## Political contributions

The Company did not make any political donations or incurred any political expenditure during the current or prior year.

#### Research and development and Future developments

Reference is made to the strategic report.

## Financial risk management

Financial risk includes price risk, credit risk, liquidity risk and cash flow risk. These are addressed and managed at a group level as disclosed in the AkzoNobel Annual Report 2022, pages 134 to 137. An overall risk management program seeks to identify, assess and if necessary, mitigate these financial risks in order to minimise potential adverse effects on financial performance.

# Directors' Report (continued) for the year ended 31 December 2022

#### **Directors indemnities**

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

## 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 financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

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

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

The directors 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.

#### Disclosure of information to auditors

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

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

On behalf of the Board

The AkzoNobel Building Wexham Road Slough SL2 5DS

Mark Richardson

Director

13 March 2024

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AKZO NOBEL AEROSPACE COATINGS LIMITED

# Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
   and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Akzo Nobel Aerospace Coatings Limited ("the Company") for the year ended 31 December 2022 which comprise Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

#### Basis for opinion

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

#### Independence

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

#### Conclusions relating to going concern

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

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

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

#### Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AKZO NOBEL AEROSPACE COATINGS LIMITED (CONTINUED)

#### Other information (continued)

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### Other Companies Act 2006 reporting

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

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

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

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

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

#### **Responsibilities of Directors**

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

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the financial statements

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

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AKZO NOBEL AEROSPACE COATINGS LIMITED (CONTINUED)

#### Auditor's responsibilities for the audit of the financial statements (continued)

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

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

Non-compliance with laws and regulations

- Our understanding of the Company and the industry in which it operates;
- Discussion with management and those charged with governance; and
- Obtaining and understanding of the Company's policies and procedures regarding compliance with laws and regulations.

we considered the significant laws and regulations to be the UK Companies Act, United Kingdom Accounting Standards, including Financial Reporting Standard 101, and relevant tax legislation.

The Company is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations to be the health and safety legislation and employment law.

Our procedures in respect of the above included:

- Review of minutes of meeting of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with tax authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation;
- Involvement of tax specialists in the audit; and
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

#### Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance regarding any known or suspected instances
  of fraud:
- Obtaining an understanding of the Company's policies and procedures relating to:
  - o Detecting and responding to the risks of fraud; and
  - o Internal controls established to mitigate risks related to fraud.
- Review of minutes of meeting of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements; and
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.

Based on our risk assessment, we considered the areas most susceptible to fraud to be cut off over revenue and management override of controls specifically in relation to the financial data and inappropriate use of estimates.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AKZO NOBEL AEROSPACE COATINGS LIMITED (CONTINUED)

Auditor's responsibilities for the audit of the financial statements (continued)

Our procedures in respect of the above included:

- A review of the revenue transactions prior to and post year end, agreeing the transactions to supporting documentation;
- A review of the credit notes issued post year end, agreeing the transactions to supporting documentation, to determine the adequacy of the provision for credit notes;
- A review and verification of a sample of journal entries made in the year, which met a defined risk criteria, by agreeing the journals to supporting documentation;
- A critical review of the journals posted in the preparation of the financial statements;
- A review of estimates and judgements applied by Management in the financial statements to assess their appropriateness and the existence of any systematic bias;
- · Review of unadjusted audit differences for indications of bias or deliberate misstatement; and
- Review business rationale behind any transactions outside of the normal course of the business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <a href="https://www.frc.org.uk/auditorsresponsibilities">https://www.frc.org.uk/auditorsresponsibilities</a>. This description forms part of our auditor's report.

## Use of our report

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

—Docusigned by: Hezelina Hashim —830D42742D084D0...

Hezelina Hashim (Senior Statutory Auditor) For and on behalf of BDO LLP, Statutory Auditor Reading, UK

13 March 2024

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

# **Statement of Comprehensive Income**

for the year ended 31 December 2022

	Note	2022 £000	2021 £000
Turnover Cost of sales	4	10,854 (4,263)	7,842 (3,250)
Gross profit		6,591	4,592
Distribution costs Administrative expenses		(623) (4,353)	(771) (2,192)
Operating profit	5	1,615	1,629
Interest receivable and similar income Interest payable and similar expenses	6 7	286 (11)	(12)
Profit before taxation Tax (charge)/credit on profit	10	1,890 (350)	1,617 481
Profit and total comprehensive income for the financial year		1,540	2,098

There are no items of other comprehensive income in either year.

All activities relate to continuing operations.

The notes on pages 12 to 27 form part of these financial statements.

# **Balance Sheet**

## at 31 December 2022

	Note		2022 £000		2021 £000
Fixed assets Intangible assets	11		2,800		_
Tangible Assets	12		76		120
Right-of-use assets	21		1,278		116
Current assets			4,154		236
Stocks	13	352		239	
Debtors (including £141k (2021: £138k) due after more	14	24,677		19,312	
than one year) Cash at bank		166			
Cush at built		100		Ξ	
		25,195		19,551	
Cuaditaria amounta fallina dua within ana yaan	15	(0.159)		(2.276)	
Creditors: amounts falling due within one year	13	(9,158)		(2,276)	
Net current assets			16,037		17,275
Total assets less current liabilities			<u>20,191</u>		<u>17,511</u>
Provision for liabilities and charges	16		(310)		(300)
Creditors: amounts falling due after one year	17		(1,130)		-
Net assets			19 751		17 211
NCL 25SCI5			<u>18,751</u>		<u>17,211</u>
Capital and reserves					
Called up share capital	19		-		-
Share premium account Retained earnings			350 18 401		350 16 861
reamed carmings			18,401		16,861
Total shareholders' funds			18,751		17,211

The notes on pages 12 to 27 form part of these financial statements.

These financial statements of Akzo Nobel Aerospace Coatings Limited (registered number 00938151) on pages 9 to 27 were approved by the board of directors on 13 March 2024 and signed on its behalf by:

Martin Carter

Director

# Statement of Changes in Equity for the year ended 31 December 2022

	Called up share capital £000	Share premium account £000	Retained earnings £000	Total shareholders' funds £000
Balance at 1 January 2021	-	350	14,763	15,113
Profit for the financial year	-	•	2,098	2,098
Total comprehensive income for the financial year		<del></del>	2,098	2,098
Balance at 31 December 2021	•	350	16,861	17,211
	Called up share capital £000	Share premium account £000	Retained earnings £000	Total shareholders' funds £000
Balance at 1 January 2022	-	350	16,861	17,211
Profit for the financial year		-	1,540	1,540
Total comprehensive income for the financial year	-	-	1,540	1,540
Balance at 31 December 2022	<del>-</del>	350	18,401	18,751

The notes on pages 12 to 27 form part of these financial statements.

## Notes to the financial statements

for the year ended 31 December 2022

#### 1 General information

Akzo Nobel Aerospace Coatings Limited (the "Company") is a private Company limited by shares and is incorporated and domiciled in the UK. The Company registration number is 00938151 and the registered office address is The AkzoNobel Building, Wexham Road, Slough, United Kingdom SL2 5DS.

#### 2 Accounting policies

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

#### 2.1 Basis of preparation

These financial statements were prepared in accordance with the Companies Act 2006 and Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") under historical cost convention in pound sterling and amounts have been presented in round thousands ("£'000s").

The Company's ultimate parent undertaking, Akzo Nobel N.V. includes the Company in its consolidated financial statements. The consolidated financial statements of Akzo Nobel N.V. are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Christian Neefestraat 2, 1077 WW, Amsterdam, Netherlands or online at: <a href="https://akzonobel.com/en/investors">https://akzonobel.com/en/investors</a>.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Statement of Compliance with IFRS;
- a Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital;
- Disclosures in respect of transactions entered in to by two or more members of a wholly owned group,
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of Akzo Nobel N.V. include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7
  Financial Instrument Disclosures.
- Certain disclosures required by IAS 1 Presentation of financial statements and IAS 8 Accounting policies, changes in accounting estimates and errors.

#### 2.2 Going concern

The directors have assessed the cash flow requirements for at least twelve months from date of approval of the financial statements which show that the company can pay its liabilities as they fall due. Akzo Nobel N.V., the Company's ultimate parent undertaking, has provided a letter of support stating its intention that it shall continue to provide financial and other support to the Company for the foreseeable future for a period of at least twelve months from the date of approval of these financial statements to enable it to continue to trade. On this basis the directors, having made appropriate enquiries, consider that the Company has adequate resources, including the existing cash pooling arrangement to continue in operational existence for the foreseeable future, and it is therefore appropriate to adopt the going concern basis in preparation of the financial statements.

for the year ended 31 December 2022

## 2 Accounting policies (continued)

#### 2.2 Going concern(continued)

As a result of the Company's performance and financial position the directors do not consider there to be any material uncertainty relating to the Company's ability to continue as a going concern and have prepared the financial statements on a going concern basis.

#### 2.3 New standards, amendments and IFRIC interpretations

The following amendments to existing accounting standards became effective during the year ended 31 December 2022:

- Onerous contracts Costs of Fulfilling a Contract (Amendments to IAS 37);
- Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16);
- Annual improvements to IFRS Standards 2018-2020 (Amendments to IFRS 1, IFRS 9, IFRS 16 and IAS 41); and
- References to Conceptual Framework (Amendments to IFRS 3).

None of these amendments has an impact on the company.

## 2.4 Foreign currency translation

#### (a) Functional and presentation currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in 'Pounds Sterling' (£), which is also the company's functional currency.

#### (b) Transactions and balances

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined.

Foreign exchange differences arising on translation are recognised in the statement of comprehensive income.

#### 2.5 Fixed assets

All tangible fixed assets are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains/losses on qualifying cash flow hedges of foreign currency purchases of tangible fixed assets. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation on other assets is calculated using the straight-line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Land and buildings Plant and machinery

10 to 15 years 5 to 10 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of comprehensive income.

for the year ended 31 December 2022

#### 2 Accounting policies (continued)

#### 2.6 Stocks

Stocks are stated at the lower of cost and net realisable value. In determining the cost of goods purchased for resale, the weighted average purchase price is used. For work in progress and finished goods cost is taken as production cost, which includes an appropriate proportion of attributable overheads.

#### 2.7 Debtors

Trade and other receivables are amounts due from external and internal customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

The impairment is calculated using the simplified approach which requires recognition of lifetime expected credit loss (no tracking of changes in credit risk).

Impairment provisions for amounts receivable from group undertakings are recognised based on a forward looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset.

#### 2.8 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

#### 2.9 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

#### 2.10 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the statement of comprehensive income in the period in which they are incurred.

## 2.11 Current and deferred tax

The tax expense for the period comprises current and deferred tax. Tax is recognized in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

for the year ended 31 December 2022

#### 2 Accounting policies (continued)

## 2.11 Current and deferred tax (continued)

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised, or the deferred income tax liability is settled.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

#### 2.12 Employee benefits

#### Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the statement of comprehensive income in the periods during which services are rendered by employee.

# Defined benefit plans

Some of the Company's employees are members of group wide defined benefit pension plans. As there is no contractual agreement or stated group policy for charging the net defined benefit cost of the plan to participating entities, the net defined benefit cost of the pension plan is recognised fully by the legally sponsoring employer, which is Akzo Nobel UK Ltd / Imperial Chemical Industries Limited. The Company then recognises a cost equal to its contribution payable for the period. The contributions payable in respect of active members by the participating entities are determined following each triennial valuation conducted by a qualified independent actuary and charged as a percentage of salary costs.

#### 2.13 Turnover

The Company's business consists of selling of paints and ancillary products to customers at contractually determined prices and conditions without any additional services. Although the transfer of risks and rewards is not the only criterion to be considered to determine whether control over the goods has transferred, it is in most situations considered to be the main indicator of the customer's ability to direct the use of and obtain the benefits from the asset and largely also coincides with the physical transfer of the goods and the obligation of the customer to pay.

Variable considerations, including among others rebates and payments to customers, are accrued for as performance obligations are satisfied and revenue is recognized. Variable considerations are only recognized when it is highly probable that it is not subject to significant reversal. In the case of any expected returns of paints or ancillary products, a refund liability and asset for the right to recover the returned products will be recorded

#### 2.14 Interest income

Interest income is recognised using the effective interest method. When a loan and receivable is impaired, the company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loan and receivables is recognised using the original effective interest rate.

for the year ended 31 December 2022

#### 2 Accounting policies (continued)

#### 2.15 Leases

The company assesses whether a contract is, or contains, a lease at inception. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration.

#### As a lessee

At commencement or on modification of a contract that contains a lease component, the company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of cars the company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at the present value of the lease liability. The right-of-use asset value contains lease prepayments, lease incentives received, the initial direct costs and an estimate of restoration, removal and dismantling costs.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the end of the lease term or shorter economic life. In addition, the right-of-use assets are reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The net present value of the lease liability is measured at the discounted value of the lease payments. The liability includes payments to be made in optional periods if the lessee is reasonably certain to exercise an option to extend the lease, or not to exercise an option to terminate the lease. The lease payments comprise the following:

- o Fixed payments (including in substance fixed payments), less any lease incentives
- O Variable lease payments that depend on an index or a rate
- o The exercise price of a purchase option if it is reasonably certain that the option will be exercised
- o Payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease; and
- o Amounts expected to be payable under residual value guarantees.

These lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the incremental borrowing rate is used. Incremental borrowing rates are determined by obtaining interest rates from various external financing sources and make certain adjustments to reflect the term of the lease and type of the asset leased.

At the lease commencement dates, it is assessed whether it is reasonably certain to exercise the extension options. The company reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within the company's control.

At the commencement date, it is assessed whether it is reasonably certain that:

- o An option to extend is exercised; or
- o An option to purchase is exercised; or
- o An option to terminate the lease is not exercised

In making these assessments, all relevant facts and circumstances that create an economic incentive for us to exercise, or not to exercise, the option, including any expected changes in facts and circumstances from the commencement date until the exercise date of the option are considered.

for the year ended 31 December 2022

#### 2.15 Leases (continued)

#### Short-term leases and leases of low-value assets

The company elected not to recognize on the balance sheet right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### 2.16 Research and development expenditure

Expenditure on research and development is charged to profit in the year in which it is incurred. If relevant criteria are met, it would be capitalised.

### 2.17 Dividends on shares presented within shareholders' funds

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

# 2.18 Share capital

Financial instruments issued by the company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The company's ordinary shares are classified as equity instruments.

#### 2.19 Goodwill

Non-financial assets are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable, or annually for goodwill. Where the carrying value of an asset exceeds its recoverable amount (i.e. the higher of value in use and fair value less costs to sell), the asset is written down accordingly.

Impairment charges are included in profit or loss, except to the extent they reverse gains previously recognised in other comprehensive income. An impairment loss recognised (except for goodwill) is reversed in a subsequent period if, and only if, the reasons for the impairment loss have ceased to apply.

#### 2.20 Business combination

The combination of entities or businesses under common control is outside the scope of IFRS 3 and are accounted for by applying the merger accounting principles of FRS 102.

#### 3 Critical accounting estimates and judgements

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.

#### 3.1 Critical accounting judgements

In preparing these financial statements, the directors have made the following judgements:

## (a) Impairment of goodwill

The company determines whether there are indicators of impairment of the tangible and intangible assets, including goodwill. The factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset.

#### 3.2 Critical accounting estimates and assumptions

The company 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.

for the year ended 31 December 2022

## 3.2 Critical accounting estimates and assumptions (continued)

## (a) Impairment of debtors

The Company makes an estimate of the recoverable value of external trade and other debtors. When assessing impairment of trade and other receivables, management considers factors including the credit rating of the receivable, the ageing profile of receivables and historical experience. During this process the probability of the non-payment of the trade debtors is considered.

Impairment provisions for amounts receivable from group undertakings are recognised based on a forward looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset.

## (b) Impairment of non-financial assets

When assessing impairment of non-financial assets, management considers factors including the net asset value, nature of the entity, historical experience (such as political environment) and future cash flows.

#### 4 Turnover

Analysis of turnover by geography:

•	2022	2021
	£000	£000
United Kingdom	9,892	6,744
Rest of Europe	122	555
Rest of World	840	543
	10,854	7,842
Analysis of turnover by category:		
	2022	2021
	£000	£000
Sale of goods	10,854	7,842
	10,854	7,842

for the year ended 31 December 2022

# 5 Operating Profit

	2022	2021
	£000	£000
Inventory recognised as an expense	4,263	3,250
Depreciation – tangible fixed assets	50	35
Depreciation – right-of-use assets	114	115
Forex gains on accounts receivable	(26)	(11)

There is no charge for the remuneration of auditors' in the financial statements of the Company as the auditors' fee of £61,300 (2021: £25,500) in relation to the audit of this Company was borne by another group company and is not recharged.

#### 6 Interest receivable and similar income

		2022 £000	2021 £000
	Interest receivable from group undertakings	(286)	
7	Interest payable and similar expenses		
		2022 £000	2021 £000
	Lease interest payable Unwind discounted provisions	1 10	2 10
		11	12
8	Remuneration of directors		
		2022 £000	2021 £000
	Directors' emoluments Company contributions to: Defined benefit schemes	119 47 166	59 23 82
		Number of c 2022	lirectors
	Retirement benefits are accruing to the following number of directors under: Company contributions to defined benefit schemes	2	1

Directors of the Company also provide qualifying services to other Group companies. Directors' time is not apportioned, and their costs are not allocated between Group companies.

The remuneration of directors paid by other Group companies for services to the group as a whole and not recharged including a significant proportion to this Company is £nil (2021: £nil).

for the year ended 31 December 2022

# 9 Staff numbers and costs

The average monthly number of persons (including executive directors) employed by the Company during the year was:

		2022 Number	2021 Number
	By activity	Number	Number
	Distribution and sales	20	25
		20	25
			<del></del>
	The aggregate payroll costs of these persons were as follows:	2022	2021
		£000	£000
	Wages and salaries Social security costs	750 89	1,037 92
	Other pension costs (see note 22)	209	188
		1,048	1,317
10	Tax (charge)/credit on profit		
	Analysis of (charge)/credit in year	2022	2021
		€000	£000
	UK corporation tax Current tax charge for the year	(353)	(225)
	Adjustment in respect of prior periods	-	672
	Total current tax (charge)/credit	(353)	447
	Deferred tax	2	1
	Origination and reversal of timing differences Changes to tax rates	3 -	1 33
	Total deferred tax credit	3	34
	Tax (charge)/credit on profit	<u>(350)</u>	481

for the year ended 31 December 2022

## 10 Tax (charge)/credit on profit (continued)

#### Reconciliation of standard tax rate

	2022	2021
Pur fie la forma de construir	£000	£000
Profit before taxation	1,890	1,617
UK corporation tax rate 19% (2021: 19%)	(359)	(307)
Tax rate change	-	33
Expenses not deductible for tax purposes – other disallowable	(7)	(8)
UK to UK transfer pricing adjustment	13	90
Timing differences	3	1
Adjustment in respect of prior periods	-	672
Total tax (charge)/credit	(350)	481

Factors that may affect future current and total tax charges

In the Budget Statement of March 2021, a change to the corporation rate tax was announced, increasing the corporation tax rate from 19% to 25%, effective 1 April 2023.

In subsequent Budget Statements of October 2021, September, October and November 2022 and March 2023, the corporation tax rate has not been amended. Although the so-called mini-Budget reversed the planned increase of corporation tax from 19% to 25%, this mini-Budget was itself subsequently reversed, meaning that the planned increase in the corporation tax rate, from 19% to 25%, with effect from 1 April 2023, will proceed. This rate of corporation tax has already been substantively enacted at the balance sheet date and is therefore reflected in these financial statements.

As a result of the above, the effective current tax rate applicable for 2021 and 2022 is 19%. The rate applied to deferred tax balances is 25% as at 31 December 2021 and 31 December 2022, being the rates at which deferred tax is expected to crystallise based on the substantively enacted tax rates applicable at the relevant balance sheet dates

UK to UK transfer pricing adjustment

The transfer pricing adjustment, relates to an allocation of the top up contributions to the defined benefits scheme, of which the Company is a participating entity.

Adjustments in respect of prior periods

Adjustments in respect of prior periods relate to group relief settlement.

for the year ended 31 December 2022

#### 11 Intangible assets

	Goodwill
	£000
Cost	
At beginning of year Additions	2 900
Additions	2,800
At end of year	2,800
	2,000
Net book value	
At 31 December 2022	2,800
At 31 December 2021	-

On the 1st April 2022 Akzo Nobel Aerospace Coatings acquired the trade and assets of the Mapaero UK Limited (a related party under common control) for the purchase price of £3,753,000, which was made up of other net assets at the date of transfer of £953,000 and goodwill of £2,800,000. The other net assets at the date of transfer comprised current assets of £1,225,000 (trade receivables £393,000 plus cash of £832,000) less current liabilities of £272,000.

Goodwill has arisen on the transfer of the trade and assets of the Mapaero UK entity into the existing Akzo Nobel Aerospace Coatings legal entity, effective from 1 April 2022 The goodwill is based on the original economic value of the UK element of the Mapaero business acquired by Akzo Nobel Coatings International BV in 2019. The goodwill has been limited to any goodwill recognised during the acquisition by Akzo Nobel Coatings International BV during 2019.

The Company has performed a sensitivity analysis on the goodwill value in use. The key assumption used in the Mapaero UK value in use calculation was 8.5% discount rate and a 2.0% terminal growth rate was applied to the expected future cash flow of the Mapaero UK trade and assets. No indicators for impairment have been identified for the intangible asset of £2.8m.

for the year ended 31 December 2022

# 12 Tangible assets

		Land and buildings £000	Plant and machinery £000	Total £000
	Cost	2000	2000	2000
	At beginning of year	386	456	842
	Additions	-	6	6
	At end of year	386	462	848
	Accumulated Depreciation			
	At beginning of year	(354)	(368)	(722)
	Charge for year	(32)	(18)	(50)
	At end of year	(386)	(386)	(772)
	Net book value At 31 December 2022		76	76
	At 31 December 2021	32	88	120
13	Stocks			
			2022 £000	2021 £000
	Finished goods and goods purchased for resale		<u>352</u>	<u>239</u>

Raw materials, consumables, charges in finished goods and work in progress recognized in cost of sales in the year amounted to £4,263,000 (2021: £3,120,000).

#### 14 Debtors

	2022 £000	2021 £000
	2000	2000
Trade debtors	2,602	1,319
Amounts owed by group undertakings: due in less than one year	21,881	17,855
Prepayments and accrued income	53	-
Deferred tax asset (note 18)	141	138
	<u>24,677</u>	<u>19,312</u>
Due within one year	24,536	19,174
Due after more than one year	141	138
•		
	<u> 24,677</u>	<u> 19,312</u>

for the year ended 31 December 2022

#### 14. Debtors (Continued)

Amounts owed by group undertakings include a balance of £21,782k (2021: £17,755k) that is repayable on demand. Interest is charged monthly based on 1-month SONIA +15 basis points. Remaining amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

Included in the deferred tax asset above are amount due after more than one year of £141,000 (2021: £138,000).

## 15 Creditors: amounts falling due within one year

	2022	2021
	€000	£000
Trade creditors	11	101
Amounts owed to group undertakings	6,878	1,387
Other creditors	576	201
Corporation tax	621	191
Accruals and deferred Income	926	279
Lease liabilities (note 21)	146	117
	9,158	2,276
		<del></del>

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

#### 16 Provision for liabilities

	Dilapidations £000	Total £000
At 1 January 2022	300	300
Debited to the profit and loss account	10	10
At 31 December 2022	<u>310</u>	<u>310</u>
	2022 £000	2021 £000
Due in more than one year	<u>310</u>	<u>300</u>

Leasehold dilapidations relate to the estimated cost of returning a leasehold property to its original state at the end of the lease in accordance with the lease terms. The cost is recognised as depreciation of leasehold improvements over the remaining term of the lease. The main uncertainty relates to estimating the cost that will be incurred at the end of the lease.

for the year ended 31 December 2022

## 17 Creditors: amounts falling due after one year

	£'000	
Lease liabilities (note 21)	1,130	
Deferred tax assets		
Recognised deferred tax assets		
Deferred tax assets are attributable to the following:	2022 £000	2021 £000
Deferred tax asset at the beginning of the year Credit for the year	138	104 34
Deferred tax asset at the end of the year	141	138
Deferred tax assets are attributable to the following:	2022 £000	2021 £000
Unutilised capital allowances	141	138

The deferred tax asset has been recognised as there is sufficient certainty that future probable taxable profits will be available against which the deferred tax asset can be utilised.

# 19 Called up share capital

18

	2022	2021
	£	£
Authorised, allotted, called up and fully paid		
100 (2021: 100) ordinary shares of £1 each	100	100
		-

All share capital is classified as shareholders' funds. There has been no movement in the number of shares in the current year. The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

for the year ended 31 December 2022

## 20 Reserves

The following describes the nature and purpose of each reserve within equity:

Reserve	Description and purpose
I/C2C1 AC	Description and purpose

Called up share capital Nominal value of share capital subscribed for.

Profit and loss account All other net gains and losses and transactions with owners (e.g. dividends) not

recognised elsewhere.

#### 21 Leases

i) Amounts recognised in the balance sheet. The balance sheet shows the following amounts relating to leases:

## Right-of-Use assets

	2022	2021
	£000	£000
Land and buildings		
Opening balance at January 1	116	229
Additions	1,276	-
Depreciation	(114)	(115)
Balance at December 31	1,278	116

Akzo Nobel Aerospace Coatings Limited leases office space. Additions to the right-of-use assets during the 2022 financial year were £1,275,782.

# Lease Liabilities

	2022	2021
	£000	£000
Current	148	117
Non-Current	1,130	116
	1,278	117
ii) Amounts recognised in the statement of comprehensive income.		
	2022	2021
	£000	£000
Depreciation of right of use of asset:		
Building	114	115
Interest expense on lease liability	1	2

for the year ended 31 December 2022

#### 22 Pension Schemes

The Company operates both a defined contribution and a multi-employer defined benefit schemes for its employees.

# Akzo Nobel (CPS) Pension Scheme

#### Defined benefit plans

The Company is a participant in one group wide defined benefit scheme – Akzo Nobel (CPS) Pension Scheme ("CPS"). As the legally sponsoring entity for this scheme, the financial statements of Akzo Nobel UK Limited identify and disclose the information on the plan as prescribed by IAS19, and these financial statements are available from the Company's registered office at The AkzoNobel Building, Wexham Road, Slough, SL2 5DS or from Companies House. The contributions payable in respect of active members by the participating entities are determined following each triennial valuation conducted by qualified independent actuary and charged as a percentage of salary costs. The charge recognised in respect of active members in 2022 was £141,000 (2021: £113,000). The group-wide policy is that funding deficits are not charged to non-sponsoring entities.

#### **Defined contribution plans**

The Company operates a defined contribution plan. The total expense relating to this plan was £68,000 (2021: £75,000).

#### **Total Pension Contribution**

The total contribution made by the Company during the year to both defined contribution plan and to the defined benefit plan was £209,000 (2021: £188,000).

# 23 Ultimate parent company and parent undertaking of largest group of which the Company is a member

The Company is a subsidiary undertaking of Akzo Nobel Coatings International B.V., incorporated in the Netherlands.

The largest group in which the results of the Company are consolidated is that headed by Akzo Nobel N.V., incorporated in the Netherlands and that company is considered to be the ultimate parent company. The smallest group in which they are consolidated is that headed by Akzo Nobel Coatings International B.V.

Copies of the Akzo Nobel N.V. Annual Report and Accounts are available to the public and may be obtained from Christian Neefestraat 2, 1077 WW, Amsterdam, Netherlands or online at: <a href="https://akzonobel.com/en/investors">https://akzonobel.com/en/investors</a>.

# 24 Subsequent Events

On 6<sup>th</sup> July 2023 the company paid an interim dividend of £10,000,000 to its shareholders for the year ended 31 December 2023.