

**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018
FOR
INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**



**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

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FOR THE YEAR ENDED 31 DECEMBER 2018**

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**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2018**

DIRECTORS:	P S G Lederman R G C Barreiro P J Pouletty
SECRETARY:	Rysaffe Secretaries
REGISTERED OFFICE:	71 Queen Victoria Street London EC4V 4BE
REGISTERED NUMBER:	01006417 (England and Wales)
SENIOR STATUTORY AUDITOR:	Rachel Davis BA FCA
AUDITORS:	Just Audit Limited Chartered Accountants & Statutory Auditor Strelley Hall Main Street Strelley Nottingham NG8 6PE

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2018**

The directors present their report with the financial statements of the company for the year ended 31 December 2018.

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was the licencing of production rights with "know-how" of "Alltek" surface coating products which are supplied to the construction industry by overseas customers and also through a group owned facility in France.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2018 to the date of this report.

P S G Lederman
R G C Barreiro

Other changes in directors holding office are as follows:

G Nauche - resigned 31 August 2018
P J Pouletty - appointed 9 October 2018

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

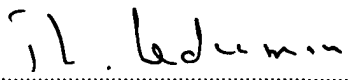
- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information. This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:


.....
P S G Lederman - Director

Date: 10.9.2019
.....

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF INTERNATIONAL COATING PRODUCTS (U.K.) LIMITED

Opinion

We have audited the financial statements of International Coating Products (U.K.) Limited (the 'company') for the year ended 31 December 2018 which comprise the Income Statement, Other 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 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st December 2017 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.

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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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.

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

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

Matters on which we are required to report by exception

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 Report of the Directors.

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, 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; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page two, 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 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.

Auditors' responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

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 a Report of the Auditors 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.



Rachel Davis BA FCA (Senior Statutory Auditor)
for and on behalf of Just Audit Limited
Chartered Accountants & Statutory Auditor
Strelley Hall
Main Street
Strelley
Nottingham
NG8 6PE

Date:10.9.2019.....

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Notes	2018 £	2017 £
TURNOVER	3	17,369	23,895
Administrative expenses		<u>5,920</u>	<u>(13,806)</u>
OPERATING PROFIT	4	11,449	37,701
Interest receivable and similar income		<u>617</u>	<u>619</u>
PROFIT BEFORE TAXATION		12,066	38,320
Tax on profit	5	<u>2,296</u>	<u>7,375</u>
PROFIT FOR THE FINANCIAL YEAR		<u><u>9,770</u></u>	<u><u>30,945</u></u>

The notes form part of these financial statements

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Notes	2018 £	2017 £
PROFIT FOR THE YEAR		9,770	30,945
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>9,770</u>	<u>30,945</u>

The notes form part of these financial statements

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED (REGISTERED NUMBER: 01006417)**

**BALANCE SHEET
31 DECEMBER 2018**

	Notes	2018 £	2017 £
CURRENT ASSETS			
Debtors	7	625,948	619,640
Cash at bank		18,322	22,367
		<u>644,270</u>	<u>642,007</u>
CREDITORS			
Amounts falling due within one year	8	7,457	14,964
		<u>636,813</u>	<u>627,043</u>
NET CURRENT ASSETS			
		<u>636,813</u>	<u>627,043</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>636,813</u>	<u>627,043</u>
CAPITAL AND RESERVES			
Called up share capital	9	235,000	235,000
Share premium	10	452,451	452,451
Retained earnings	10	(50,638)	(60,408)
		<u>636,813</u>	<u>627,043</u>
SHAREHOLDERS' FUNDS		<u>636,813</u>	<u>627,043</u>

The financial statements were approved by the Board of Directors on 10.9.2019 and were signed on its behalf by:

P S G Lederman
P S G Lederman - Director

The notes form part of these financial statements

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Called up share capital £	Retained earnings £	Share premium £	Total equity £
Balance at 1 January 2017	235,000	(91,353)	452,451	596,098
Changes in equity				
Total comprehensive income	-	30,945	-	30,945
Balance at 31 December 2017	<u>235,000</u>	<u>(60,408)</u>	<u>452,451</u>	<u>627,043</u>
Changes in equity				
Total comprehensive income	-	9,770	-	9,770
Balance at 31 December 2018	<u>235,000</u>	<u>(50,638)</u>	<u>452,451</u>	<u>636,813</u>

The notes form part of these financial statements

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

1. STATUTORY INFORMATION

International Coating Products (U.K.) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (effective September 2015) and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Financial Reporting Standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows
- information regarding the company's financial instruments
- Aggregate remuneration of key management personnel

Turnover

Turnover represents the royalties and commissions receivable under the terms of licences which are either on a flat fee or volume basis. Turnover is recognised when the directors have a reasonable expectation of receipt of the licence fees

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2018**

2. ACCOUNTING POLICIES - continued

Going concern

The directors consider that the company has adequate resources to remain a going concern for the foreseeable future and have therefore prepared the accounts on a going concern basis.

Due to losses made in the past, the parent company, Cromology Services SAS continues to agree to support the company for the next twelve months.

Judgements and estimates

In the opinion of the directors there were no judgements, apart from estimations made in applying the accounting policies which had any significant effect on the amounts recognised.

In the opinion of the directors there were no assumptions regarding the future, and no key sources of estimation uncertainty at the end of the period that would have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year with the exception of the amount owed by group undertakings of £614,968 (2017: £609,310) which is translated from its carrying value in euros and is subject to exchange rate fluctuations.

3. TURNOVER

In the year to 31st December 2018, 100% of the company's turnover was derived from markets outside the United Kingdom (2017:- 100%).

4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	2018	2017
	£	£
Auditors' remuneration	3,135	550
Foreign exchange fluctuations	(5,041)	(21,280)
	<u> </u>	<u> </u>

The foreign exchange gain of £5,041 (2017: £21,280) has arisen due to intra-group balances being denominated in euros and the change in the value of sterling.

The auditors' remuneration shown above represents £3,135 in respect of the current auditor (2017: credit of £2,250 in respect of the previous auditor).

5. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	2018	2017
	£	£
Current tax:		
UK corporation tax	2,296	7,375
	<u> </u>	<u> </u>
Tax on profit	2,296	7,375
	<u> </u>	<u> </u>

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2018**

5. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2018 £	2017 £
Profit before tax	12,066	38,320
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2017 - 19%)	2,293	7,281
Effects of:		
Expenses not deductible for tax purposes	3	-
Apportioned days at 20%	-	94
Total tax charge	2,296	7,375

6. FIXED ASSET INVESTMENTS

The company's investments at the Balance Sheet date in the share capital of companies include the following:

The company owns 53.33% of a non-trading Swedish limited partnership, International Coating Products Kommanditbolag (KB).

7. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018 £	2017 £
Amounts owed by group undertakings	614,968	609,310
VAT	830	440
Prepayments and accrued income	10,150	9,890
	625,948	619,640

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018 £	2017 £
Trade creditors	-	553
Tax	2,296	7,375
Accrued expenses	5,161	7,036
	7,457	14,964

**INTERNATIONAL COATING PRODUCTS (U.K.)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2018**

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:		Nominal value: £1	2018	2017
Number:	Class:		£	£
235,000	Ordinary		<u>235,000</u>	<u>235,000</u>

10. RESERVES

	Retained earnings £	Share premium £	Totals £
At 1 January 2018	(60,408)	452,451	392,043
Profit for the year	<u>9,770</u>		<u>9,770</u>
At 31 December 2018	<u>(50,638)</u>	<u>452,451</u>	<u>401,813</u>

11. ULTIMATE PARENT COMPANY

The immediate parent company is Cromology Services SAS, which is incorporated in France. The ultimate parent undertaking is Wendel, a company registered in France. A copy of the Group Consolidated Financial Statements is available to view from 89, rue Taitbout, 75009 Paris, France.