# FINANCIAL STATEMENTS

# FOR THE YEAR ENDED 31 DECEMBER 2017

**FOR** 

**CENTRE TANK SERVICES LIMITED** 

SATURDAY

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COMPANIES HOUSE

James Cowper Kreston
Chartered Accountants and Statutory Auditor
2 Chawley Park
Cumnor Hill
Oxford
Oxfordshire
OX2 9GG

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# **CENTRE TANK SERVICES LIMITED**

# **COMPANY INFORMATION**

# FOR THE YEAR ENDED 31 DECEMBER 2017

**DIRECTORS:** 

G E Nel

R J Terry M S Terry G J Morrell

S R Weeks (resigned on 29 June 2017)

C P Coutts-Trotter (appointed on 29 June 2017)

**REGISTERED OFFICE:** 

2 Chawley Park Cumnor Hill Oxford OX2 9GG

**REGISTERED NUMBER:** 

02136427 (England and Wales)

**AUDITORS:** 

James Cowper Kreston Chartered Accountants and Statutory Auditor 2 Chawley Park Cumnor Hill Oxford Oxfordshire OX2 9GG

### STATEMENT OF FINANCIAL POSITION

# 31 DECEMBER 2017

| •                                  |                 |   | 2017      |   | 2016      |
|------------------------------------|-----------------|---|-----------|---|-----------|
|                                    | Notes           |   | £         |   | £         |
| ASSETS NON-CURRENT ASSETS          |                 |   |           |   |           |
| Property, plant and equipment      | 7               |   | 62,195    |   | 10,929    |
| Investments                        | 8               |   | 1,782,838 |   | 1,693,194 |
| THY COUNTY TO                      | J               |   | 1,702,000 |   | 1,000,101 |
|                                    | 4               |   | 1,845,033 |   | 1,704,123 |
| CURRENT ASSETS                     |                 |   |           |   |           |
| Inventories .                      | 9               | 1 | 567,615   |   | 540,987   |
| Trade and other receivables        | <sup>`</sup> 10 |   | 775,890   |   | 903,765   |
| Cash and cash equivalents          | 11              |   | 97,072    |   | 155,697   |
|                                    |                 |   | 1,440,577 |   | 1,600,449 |
| LIABILITIES                        |                 |   |           |   |           |
| CURRENT LIABILITIES                |                 |   |           |   |           |
| Trade and other payables           | 12              |   | 960,696   | £ | 976,055   |
| Financial liabilities - borrowings |                 |   |           |   |           |
| Bank overdrafts                    | 13              |   | 147,595   |   | 195,309   |
| Tax payable                        | 4.0             |   | 63,094    |   | 94,271    |
| Provisions                         | 16              |   | 70,336    |   | 67,939    |
|                                    |                 |   | 1,241,721 |   | 1,333,574 |
| NET CURRENT ASSETS                 |                 |   | 198,856   |   | 266,875   |
| NET ASSETS                         |                 |   | 2 042 990 |   | 1 070 009 |
| NET ASSETS                         |                 |   | 2,043,889 |   | 1,970,998 |
| SHAREHOLDERS' EQUITY               |                 |   |           | • |           |
| Called up share capital            | 17              |   | 100       |   | 100       |
| Retained earnings                  |                 |   | 2,043,789 |   | 1,970,898 |
| TOTAL EQUITY                       |                 |   | 2,043,889 |   | 1,970,998 |
| TOTAL EQUIT                        |                 |   | 2,043,009 | • | 1,370,330 |

The financial statements have been prepared and delivered in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

In accordance with Section 444 (5) of the Companies Act 2006 the financial statements delivered to the Registrar of Companies do not include a Directors' Report and Statement of Profit or Loss and Other Comprehensive Income.

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

M S Terry - Director

# STATEMENT OF CHANGES IN EQUITY

# FOR THE YEAR ENDED 31 DECEMBER 2017

|   | Called up<br>share<br>capital<br>£ | Retained<br>earnings<br>£         | Total<br>equity<br>£              |
|---|------------------------------------|-----------------------------------|-----------------------------------|
| Balance at 1 January 2016   | 100                                | 2,002,225                         | 2,002,325                         |
| Changes in equity Dividends Total comprehensive income  Balance at 31 December 2016 |                                    | (890,455)<br>859,128<br>1,970,898 | (890,455)<br>859,128<br>1,970,998 |
| Changes in equity Dividends Total comprehensive income                              | -<br>                              | (975,000)<br>1,047,891            | (975,000)<br>1,047,891            |
| Balance at 31 December 2017   | 100                                | 2,043,789                         | 2,043,889                         |

# STATEMENT OF CASH FLOWS

# FOR THE YEAR ENDED 31 DECEMBER 2017

|   |                          | 2017<br>£                                      | 2016<br>£                                     |
|---|--------------------------|--|---|
| Cash flows from operating activities Cash generated from operations Interest paid Tax paid  | 1 .                      | 1,089,189<br>(4,690)<br>(182,859)              | 792,444<br>(5,170)<br>(154,663)               |
| Net cash from operating activities  |                          | 901,640  | 632,611                                       |
| Cash flows from investing activities Purchase of property, plant and equipme Purchase of fixed asset investment Sale of fixed asset investments Interest received Dividends received Net cash from investing activities | ent                      | (67,851)<br>(98,153)<br>8,510<br>38<br>220,250 | (4,344)<br>8,923<br>610<br>135,909<br>141,098 |
| Cash flows from financing activities Amount introduced by directors Movement in group debt Equity dividends paid  Net cash from financing activities  |                          | (345)<br>(975,000)<br>( <u>975,345</u> )       | 239<br>157,447<br>(890,455)<br>(732,769)      |
| Increase/(decrease) in cash and cash<br>Cash and cash equivalents at<br>beginning of year   | equivalents <sub>.</sub> | (10,911)<br>(39,612)                           | 40,940<br>(80,552)                            |
| Cash and cash equivalents at end of year  | 2                        | (50,523)                                       | (39,612)                                      |

# NOTES TO THE STATEMENT OF CASH FLOWS

# FOR THE YEAR ENDED 31 DECEMBER 2017

# 1. RECONCILIATION OF PROFIT BEFORE INCOME TAX TO CASH GENERATED FROM OPERATIONS

|  | 2017<br>£                                    | 2016<br>£                                    |
|--|--|--|
| Profit before income tax Depreciation charges  | 1,199,572<br>16,569                          | 1,041,804<br>12,335                          |
| Profit on disposal of fixed asset investments  Decrease in provisions  Finance costs  Finance income                               | (234)<br>2,397<br>4,690<br><u>(220,288</u> ) | (414)<br>(14,724)<br>5,170<br>(136,519)      |
| (Increase) in inventories<br>(Increase)/decrease in trade and other receivables<br>Increase/(decrease) in trade and other payables | 1,002,706<br>(26,628)<br>127,876<br>(14,765) | 907,652<br>(101,982)<br>(212,577)<br>199,351 |
| Cash generated from operations   | 1,089,189                                    | 792,444                                      |

# 2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Statement of Cash Flows in respect of cash and cash equivalents are in respect of these Statement of Financial Position amounts:

| Year ended 31 December 2017                  |                      |                       |
|--|----------------------|-----------------------|
|  | 31.12.17<br>£        | 1.1.17<br>£           |
| Cash and cash equivalents<br>Bank overdrafts | 97,072<br>(147,595)  | 155,697<br>(195,309)  |
|  | (50,523)             | (39,612)              |
| Year ended 31 December 2016                  | •                    |                       |
|  | 31.12.16<br>£        | 1.1.16<br>£           |
| Cash and cash equivalents  Bank overdrafts   | 155,697<br>(195,309) | 178,932<br>-(259,484) |
| -  | (39,612)             | (80,552)              |

# NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2017

### 1. ACCOUNTING POLICIES

### Corporate information

Centre Tank Services Limited is a private limited company incorporated and domiciled in the United Kingdom. The address of the registered office is given on page 1. The principal activity of the Company in the year under review was that of assembly and distribution of oil and fuel handling related products.

The financial statements are presented in Sterling, the functional and presentational currency of the Company.

### Implementation of new accounting standards

With effect from 1 January 2017, Centre Tank Services Limited has implemented, where applicable, Amendments to IAS 7 - 'Disclosure Initiative', Amendments to IAS 12 - 'Recognition of Deferred Tax Assets for Unrealised Loses' and Annual Improvements to International Financial Reporting Standards 2014-2016 Cycle.

These revisions had no material impact on the current period or the prior period.

### Basis of preparation

These financial statements have been prepared in accordance with the International Financial Reporting Standards and IFRIC interpretations as adopted by the European Union and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention.

At the date of approval of these financial statements the following standards, amendments to existing standards and interpretations which are in issue but not yet effective have not been applied in these financial statements:

IFRS 9 'Financial Instruments'

IFRS 15 'Revenue from contracts with customers'

IFRS 16 'Leases'

Amendments to IAS 12 - 'Recognition of Deferred Tax Assets for Unrealised Losses'

Amendments to IFRS 4 - 'Applying IFRS 9 Financial instruments with IFRS 4 Insurance contracts' Clarifications to IFRS 15 'Revenue from Contracts with Customers'

In addition, the following standards, amendments to existing standards and interpretations are in issue but have not yet been endorsed by the EU:

IFRS 14 'Regulatory deferral accounts'

IFRS 17 'Insurance Contracts'

IFRIC Interpretation 22 'Foreign Currency Transactions and Advance Consideration'

Amendments to IAS 9 - 'Plan Amendment, Curtailment or Settlement'

Amendments to IAS 28 - 'Long-term Interests in Associates and Joint Ventures'

Amendments to IAS 40 - 'Transfers of investment property'

Amendments to IFRS 2 - 'Classification and measurement of share-based payment transactions'

Amendments to IFRS 9 - 'Prepayment Features with Negative Compensation'

Amendments to IFRS 10 and IAS 28 - 'Sale of contribution of assets between an investor and its associate or joint venture'

Annual Improvements to International Financial Reporting Standards 2015-2017 Cycle

The directors anticipate that, except for IFRS 16 'Leases', these standards or interpretations will either not be applicable to the company or that adoption in future periods will have no material impact on the financial statements of the Company. IFRS 16 is not expected to be effective for this Company until at least 31 December 2019.

### NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

#### 1. ACCOUNTING POLICIES - continued

Whereas minimum lease commitments for non-cancellable operating leases are not capitalised under existing International Financial Reporting Standards and IFRIC Interpretations, if IFRS 16 is endorsed by the EU as drafted, the Statement of Financial Position for future periods will be adjusted to include additional assets for land and buildings and motor vehicles within property, plant and equipment and to include liabilities for an equal amount within current and non-current liabilities in relation to ongoing lease commitments for these assets. There would be no expected impact on the retained income or on net assets as a result of the implementation of IFRS 16. The minimum lease commitments for non-cancellable operating leases as at 31 December 2017 are disclosed in the notes to these financial statements.

In accordance with s444(5) of the Companies Act 2006 the financial statements prepared for delivery to the Registrar of Companies do not include an income statement or directors' report as the Company qualifies as a small company.

### Preparation of consolidated financial statements

The financial statements contain information about Centre Tank Services Limited as an individual company and do not contain consolidated financial information as the parent of the Group. The Company is exempt under Section 400 of the Companies Act 2006 and IAS 27 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Flowmax Limited, a company registered in England and Wales.

Flowmax Limited prepares consolidated financial statements in accordance with International Financial Reporting Standards. Copies are available to the public and may be obtained from the Registrar of Companies.

# Going concern

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

Management are of the opinion that the going concern principle is applicable and that the Company has the necessary resources to continue as a going concern for the foreseeable future.

#### Revenue recognition

Revenue is recognised only when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of revenue can be reliably estimated.

Revenue represents amounts receivable for goods and services net of VAT and trade discounts.

### Property, plant and equipment

Property, plant and equipment is reflected at cost less accumulated depreciation and any recognised impairment loss.

Depreciation is provided at the following annual rates in order to write off the depreciable amount of each asset over its estimated useful life.

Plant and machinery Fixtures, fittings and computer equipment Motor vehicles - 20% on cost - 20%-33% on cost - 25% on cost

### NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

#### 1. ACCOUNTING POLICIES - continued

#### Financial instruments

The Company uses certain financial instruments in its normal operating and investing activities, which are deemed appropriate to its circumstances, such as trade receivables and trade payables, cash at bank deposits and bank overdrafts, loans and equity shares and forward foreign exchange contracts. Financial assets and liabilities are recognised on the Company's Statement of Financial Position when the Company has become a party to the contractual provisions of the instrument.

Cash and cash equivalents comprise cash on hand and on demand deposits, and other short term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

#### Financial assets

In accordance with IFRS 7, trade receivables, loans and other receivables that have fixed or determinable payments are classified as 'Loans and receivables' and are measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest rate, except for short term receivables when the recognition of interest would be immaterial.

Financial assets are assessed for impairment at each statement of financial position date and any impairment recognised in the profit or loss for the year in the statement of comprehensive income. Trade receivables are assessed for collectability and where appropriate the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account and changes in the carrying amount of the allowance account are recognised in the profit or loss for the year in the Statement of Profit or Loss and Other Comprehensive Income.

### Debt and equity instruments issued by the Company

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

#### Financial liabilities

In accordance with IFRS 7 financial liabilities such as trade payables and loans are classified as 'Other financial liabilities' and are measured initially at fair value. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, except for short term payables when the recognise interest would be immaterial.

#### Inventories

Inventories are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow moving items.

Cost includes all direct expenditure and, where applicable, an appropriate proportion of fixed and variable overheads. Cost is calculated on a weighted average basis.

Net realisable value represents the estimated selling price less all estimated costs of completion, marketing, selling and distribution.

#### **Taxation**

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the statement of financial position date.

### NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

### 1. ACCOUNTING POLICIES - continued

#### Research and development

Expenditure on research is written off in the year in which it is incurred.

Development costs, for example product design or testing, are recognised as intangible assets when certain criteria are met, which include the reliable measurement and attribution of costs, and reasonable certainty of the technical feasibility and future commercial viability of the product. Development costs that are capitalised as intangible assets are amortised over their useful life.

Development costs that do not meet the criteria above are charged to the statement of comprehensive income as incurred.

### Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position 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.

### Hire purchase and leasing commitments

Assets obtained under hire purchase or finance leases, where the Company has substantially all the risks and rewards of ownership, are capitalised in the statement of financial position. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or lease term, whichever is shorter.

The interest element of these obligations is charged to the Statement of Comprehensive Income over the relevant period. The capital element of the future payments is treated as a liability. The capital element of the future payments is treated as a liability.

Leases in which a significant proportion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the statement of comprehensive income on a straight line basis over the period of the lease.

#### Employee benefit costs

The Company operates a defined contribution pension scheme. Contributions are charged to the statement of comprehensive income as they become payable in accordance with the rules of the scheme.

# Deferred tax

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

### Critical accounting estimates and areas of judgement

The Company makes estimates and assumptions concerning the future, and judgements in applying the Company's accounting policies. The resulting accounting estimates will, by definition, seldom equal the actual results. There were no estimates or assumptions that have a significant risk of causing a material adjustment to the carrying value of assets and liabilities within the next financial year.

#### Provision for doubtful debts

Management provides for doubtful debts on the perceived risk profile and payment history of the debtor.

### Provision for slow moving, damaged and obsolete inventory

There is a provision to write inventory down to the lower of cost or net realisable value. Management have made estimates of the selling price and direct cost to sell on certain inventory items. The write down is included in the operating profit note.

# NOTES TO THE FINANCIAL STATEMENTS - continued

# FOR THE YEAR ENDED 31 DECEMBER 2017

# 2. EMPLOYEES AND DIRECTORS

3.

The average number of employees, including directors, during the year comprised

| The average name of employees, moraling anothers, daming the year es               | приоса                      |                             |
|--|-----------------------------|-----------------------------|
|  | 2017                        | 2016                        |
| Sales and administration Director  | 21<br>2                     | 19<br>2                     |
|  | 23                          | 21                          |
|  | 2017<br>£                   | 2016<br>£                   |
| Wages and salaries Social security costs Other pension costs                       | 692,343<br>73,696<br>13,422 | 684,661<br>43,488<br>13,861 |
|  | 779,461                     | 742,010                     |
|  | 2017<br>£                   | 2016<br>£                   |
| Directors' remuneration Directors' pension contributions to money purchase schemes | 155,896<br>3,597            | 154,324<br>3,641            |
| The number of directors to whom retirement benefits were accruing was a            | s follows:                  |                             |
| Money purchase schemes   | 2                           | 2                           |
| NET FINANCE INCOME   | 2017<br>£                   | 2016<br>£                   |
| Finance income:<br>Dividends from shares in group undertakings                     | 220,250                     | 135,909                     |
| Interest on repayment of Corporation tax   | 38                          | 610                         |
|  | 220,288                     | 136,519                     |
| Finance costs: Bank interest Loan interest   | 2,785<br>1,905              | 3,385<br>1,785              |
|  | 4,690                       | 5,170                       |
| Net finance income   | 215,598                     | 131,349                     |

#### NOTES TO THE FINANCIAL STATEMENTS - continued

# FOR THE YEAR ENDED 31 DECEMBER 2017

# 4. PROFIT BEFORE INCOME TAX

5.

| The profit before income tax is stated after charging/(crediting):   |  |  |
|--|--|--|
|  | 2017<br>£  | 2016<br>£  |
| Cost of inventories recognised as expense Other operating leases Depreciation - owned assets Profit on disposal of fixed asset investments Auditors' remuneration Cost of inventories written off/(back) in year | 3,416,917<br>80,460<br>16,569<br>-<br>10,570<br>11,779 | 2,819,683<br>80,460<br>12,336<br>(414)<br>8,019<br>(3,521) |
| INCOME TAX   |  |  |
| Analysis of tax expense  | 2017<br>£  | 2016<br>£  |
| Current tax:   |  |  |
| Taxation Prior year taxation   | 179,513<br>(27,832)                                    | 182,700<br>(24)  |
| Total tax expense in Statement of Profit or Loss and Other Comprehensive Income  | 151,681  | 182,676  |

# Factors affecting the tax expense

The tax assessed for the year is lower than (2016: lower than) the standard rate of corporation tax in the UK. The difference is explained below:

|  | 2017<br>£ '  | 2016<br>£                      |
|--|--|--------------------------------|
| Profit before income tax   | 1,199,572  | 1,041,804                      |
| Profit multiplied by the standard rate of corporation tax in the UK of 19.25% (2016 - 20%)   | 230,918  | 208,361                        |
| Effects of: Depreciation in excess of capital allowances Disallowable costs Change in tax rate Income from subsidiary Other adjustments Prior year overprovision Other differences | 316<br>(1,079)<br>(42,391)<br>417<br>(27,832)<br>(8,668) | 1,311<br>166<br>(27,182)<br>20 |
| Tax expense  | <u>151,681</u>   | 182,676                        |

# NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

### 6. **DIVIDENDS**

For the year ended 31 December 2017, the following dividends were paid: Dividends of £2,500 per share were paid in April 2017;

Dividends of £3,550 per share were paid in August 2017;

Dividends of £3,700 per share were paid in December 2017.

For the year ended 31 December 2016, the following dividends were paid:

Dividends of £2,000 per share were paid in March 2016;

Dividends of £3,000 per share were paid in August 2016;

Dividends of £3,000 per share were paid in December 2016;

Dividends of £904.5454 per share were paid in December 2016.

# 7. PROPERTY, PLANT AND EQUIPMENT

| TROTERT, LEART AIR                                    | THOSE CRITIS EACH MENT  |  |   |                        |                   |
|---|-------------------------|--|---|------------------------|-------------------|
|   | Short<br>leasehold<br>£ | Plant and machinery                            | Fixtures,<br>fittings and<br>computer<br>equipment<br>£ | Motor<br>vehicles<br>£ | Totals<br>£       |
| COST<br>At 1 January 2017<br>Additions                | 5,947                   | 45,712   | 238,294<br>67,851                                       | 1,600<br>              | 291,553<br>67,851 |
| At 31 December 2017                                   | 5,947                   | 45,712   | 306,145   | 1,600                  | 359,404           |
| <b>DEPRECIATION</b> At 1 January 2017 Charge for year | 5,947                   | 45,694<br>16                                   | 228,250<br>16,252                                       | 733<br>317             | 280,624<br>16,585 |
| At 31 December 2017                                   | 5,947                   | 45,710   | 244,502   | <u>1,050</u>           | 297,209           |
| CARRYING AMOUNT<br>At 31 December 2017                |                         | 2  | 61,643  | 550                    | 62,195            |
|   | Short<br>leasehold<br>£ | Plant and<br>machinery<br>£                    | Fixtures,<br>fittings and<br>computer<br>equipment      | Motor<br>vehicles<br>£ | - Totals<br>£     |
| COST<br>At 1 January 2016<br>Additions                | 5,947<br>               | 45,712<br>———————————————————————————————————— | 233,950<br>4,344  | 1,600                  | 287,209<br>4,344  |
| At 31 December 2016                                   | 5,947                   | 45,712   | 238,294   | 1,600                  | 291,553           |
| DEPRECIATION At 1 January 2016 Charge for year        | 5,947<br>               | 45,678<br>16                                   | 216,363<br>11,887                                       | 300<br>433             | 268,288<br>12,336 |
| At 31 December 2016                                   | 5,947                   | 45,694   | 228,250   | <u>733</u>             | 280,624           |
| CARRYING AMOUNT<br>At 31 December 2016                | -                       | 18   | 10,044  | 867                    | 10,929            |

### **NOTES TO THE FINANCIAL STATEMENTS - continued**

### FOR THE YEAR ENDED 31 DECEMBER 2017

#### 8. **INVESTMENTS**

| ·  | Shares in<br>group<br>undertakings<br>£ |
|--|---|
| COST At 1 January 2017 Additions Disposals | 1,693,194<br>98,153<br>(8,509)          |
| At 31 December 2017                        | 1,782,838                               |
| CARRYING AMOUNT At 31 December 2017        | 1,782,838                               |
|  | Shares in<br>group<br>undertakings<br>£ |
| COST At 1 January 2016 Disposals           | 1,701,703<br>(8,50 <u>9</u> )           |
| At 31 December 2016                        |   |
| At 31 December 2010                        | 1,693,194                               |

The Company's investments at the Statement of Financial Position date in the share capital of companies include the following:

# Castle Pumps Limited

Nature of business: Wholesaler of industrial and engineering products. A company incorporated in the UK and its principal place of business is 16 Farringdon Way, Eastwood, Nottingham, NG16 3BF.

| Class of shares:<br>Ordinary                       | %<br>holding<br>95.00 |                    |                    |
|--|-----------------------|--------------------|--------------------|
| ·  |                       | 2017<br>£          | 2016<br>£          |
| Aggregate capital and reserves Profit for the year |                       | 167,889<br>262,220 | 140,669<br>235,865 |

The Company purchased 11 additional shares in Castle Pumps Limited on 31 July 2017.

The Company disposed of 1 of its 210 shares held in Castle Pumps Limited on 6 April 2017. The gain made on this investment disposal is shown in the income statement.

2016

10

10

| Annex Valves Limited       |
|----------------------------|
| Nature of business: Dorman |

|                                | · %     |      |
|--------------------------------|---------|------|
| Class of shares:               | holding |      |
| Ordinary                       | 100.00  |      |
| •                              | 2       | 2017 |
|                                |         | £    |
| Aggregate capital and reserves |         | 10   |

# NOTES TO THE FINANCIAL STATEMENTS - continued

# FOR THE YEAR ENDED 31 DECEMBER 2017

| 9. | INVENT | ORIES |
|----|--------|-------|
|----|--------|-------|

| 9.  | INVENTURIES   |   |   |
|-----|---|---|---|
|     |   | 2017<br>£   | 2016<br>£   |
|     | Inventories   | 567,615   | 540,987   |
|     | Inventories above includes a provision of £44,825 (2016: 45,281) for slow   | v moving and o  | bsolete stock   |
| 10. | TRADE AND OTHER RECEIVABLES   |   |   |
|     | Constant  | 2017<br>£   | 2016<br>£   |
|     | Current:<br>Trade receivables   | 740,162   | 838,141   |
|     | Amounts owed by related parties Other receivables Prepayments   | 7,397<br>28,331   | 832<br>28,819<br>35,973                                     |
|     |   | 775,890   | 903,765   |
| 11. | CASH AND CASH EQUIVALENTS   |   |   |
|     | ,   | 2017<br>£   | 2016<br>£   |
|     | Cash in hand Bank accounts  | 4,410<br>92,662   | 1,715<br>153,982  |
|     |   | 97,072  | 155,697   |
| 12. | TRADE AND OTHER PAYABLES  |   |   |
|     |   | 2017<br>£   | 2016<br>£   |
| ٠   | Current: Trade payables Amounts owed to related parties Social security and other taxes Other payables Accrued expenses VAT | 548,299<br>155,010<br>24,847<br>15,578<br>26,365<br>190,597 | 576,377<br>155,355<br>23,879<br>19,597<br>55,565<br>145,282 |
|     | ,   | 960,696   | 976,055   |
| 13. | FINANCIAL LIABILITIES - BORROWINGS  |   |   |
|     |   | 2017<br>£   | 2016<br>£   |
|     | Current: Bank overdrafts  | . 147,595   | 195,309   |

# NOTES TO THE FINANCIAL STATEMENTS - continued

# FOR THE YEAR ENDED 31 DECEMBER 2017

### 13. FINANCIAL LIABILITIES - BORROWINGS - continued

Terms and debt repayment schedule (1 year or less)

2017 2016 £ £ 147,595 195,309

Bank overdrafts

The bank overdraft is repayable on demand and bears interest at commercial bank rates.

The bank overdraft is secured by debenture and a fixed and floating charge over the Group's assets, which include goodwill, intangible assets, property, plant and equipment, inventories, trade receivables and all other assets.

# 14. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

|   | 2017<br>£          | 2016<br>£          |
|---|--------------------|--------------------|
| Within one year<br>Between one and five years | 118,632<br>131,134 | 112,298<br>241,392 |
|   | 249,766            | 353,690            |

### NOTES TO THE FINANCIAL STATEMENTS - continued

### **FOR THE YEAR ENDED 31 DECEMBER 2017**

### 15. FINANCIAL INSTRUMENTS

| Financial           | accate | - Loane  | and | receivables |
|---------------------|--------|----------|-----|-------------|
| T III I ALII LI ALI | asseis | - LUalis | anu | receivables |

| Financial assets - Loans and receivables   | 2017<br>£   | 2016<br>£                 |
|--|---|---------------------------|
| Trade receivables Allowance for doubtful debts   | 743,931<br>(3,769)                                      | 842,799<br>(4,658)        |
| <del></del>  | 740,162   | 838,141                   |
| Cash and cash equivalents Other receivables Amounts owed by group undertakings                         | 97,072<br>7,397<br>———————————————————————————————————— | 155,697<br>28,819<br>832  |
| <del>_</del>   | 844,631   | 1,023,489                 |
| Movement in allowance for doubtful debts:  | 2017<br>£   | 2016<br>. £               |
| Balance at 1 January Amounts recovered in year Increase or decrease recognised in the income statement | (4,658)<br>-<br>889                                     | (8,110)<br>2,015<br>1,437 |
| Balance at 31 December   | 3,769   | (4,658)                   |

The average credit period for sales of goods is 50 days (2016: 64 days). No interest is charged on overdue trade receivables. The Company has provided for certain trade receivables based on estimated irrecoverable amounts determined by reference to specific circumstances and past default experience.

Included in the Company's trade receivables are debtors with a carrying amount of £96,895 (2016: £77,029) which are past due at the reporting date but for which the Company has not provided as there has not been a significant change in the credit quality and the Company still believes these amounts to be recoverable. The Company does not hold any collateral over these balances.

The ageing of amounts due but not impaired is as follows:

| The ageing of amounts due but not impared is as follows. |     | 2017<br>£        | 2016<br>£         |
|--|-----|------------------|-------------------|
| 1 month past due<br>2 months past due                    | . – | 81,405<br>15,490 | 79,076<br>(2,047) |
| ·  | •   | 96,895           | 77,029            |

In determining the recoverability of trade receivables the Company considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. The concentration of credit risk is limited due to the customer base being large and unrelated. Accordingly the directors believe that there is no further credit provision required in excess of the allowance for doubtful debts.

### **NOTES TO THE FINANCIAL STATEMENTS - continued**

### FOR THE YEAR ENDED 31 DECEMBER 2017

#### 15. FINANCIAL INSTRUMENTS - continued

#### **Financial liabilities**

| Tillaticiai habilities  | 2017<br>£                               | 2016<br>£                               |
|---|---|---|
| Trade payables Bank overdrafts Amounts owed to related parties Other payables | 548,299<br>147,595<br>155,010<br>41,943 | 576,377<br>195,309<br>155,355<br>75,162 |
|   |   | 1,002,203                               |

The average credit period on purchases of goods is 58 days (2016: 75 days). No interest is charged on trade payables.

The Company and Group of which it is a part have policies in place to ensure that trade payables are paid within the credit timeframe.

# Forward foreign exchange contracts

The notional principal amounts of the outstanding forward foreign exchange contracts at 31 December 2017 were \$40,000 (2016: £331,400 and \$100,996). There has been a provision in these financial statements of £nil (2016: £1,204) regarding the financial asset arising on these contracts.

The hedged highly probable forecast transactions denominated in foreign currency are expected to occur at various dates during the next twelve months. Gains and losses on forward foreign exchange contracts as of 31 December 2017 are recognised in the income statement in the periods during which the hedged forecast transaction affects the income statement. This is generally within twelve months from the end of the reporting period.

# Financial risk management

The Company's activities expose it to a variety of financial risks: market risk (including currency risk and interest rate risk); credit risk and liquidity risk. Risk management policy is set by the parent company's Board of Directors in conjunction with the Company's management and seeks to minimise potential adverse effects on the Company's position.

### Liquidity risk

The maturity profile and details of financial liabilities are set out in notes 12 and 13 to the financial statements. The liabilities are expected to be paid within six months except for tax payable which will be paid after more than six months but within 12 months. The Company finances its operations partly through these borrowings. The Company generally borrows in £ sterling at market rates of interest.

Liquidity risk management includes maintaining sufficient cash and cash equivalents and an adequate amount of committed credit facilities, and management regularly monitor levels of cash, borrowing facilities and expected future cash flows.

#### Credit risk

Credit risk primarily arises from credit exposures to customers. Risk control assesses the credit quality of customers taking into account financial position, past experience and other factors. Credit limits are regularly reviewed. As set out above, the directors consider there is no material exposure to credit risk at balance sheet date.

### NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

### 15. FINANCIAL INSTRUMENTS - continued

#### Foreign exchange risk

The Company operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar and UK pound. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities.

Management has set up a policy to require group companies to manage their foreign exchange risk against their functional currency. The group companies are required to hedge their foreign exchange risk exposure. To manage their foreign exchange risk arising from future commercial transactions and recognised assets and liabilities, entities in the group use forward contracts. Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency.

At 31 December 2017, if the £ had weakened by 5% against the Euro, with all other variables held constant the pre tax profit would have been approximately £8,624 (2016: 13,507) lower mainly as a result of foreign exchange losses on Euro denominated receivables and payables.

### Foreign currency exposure at the end of the reporting period

|  | 2017<br>£         | 2016<br>£        |
|--|-------------------|------------------|
| Current assets Trade and other receivables USD Trade and other receivables EUR | 843<br>89,070     | 32<br>154,306    |
| Cash and cash equivalents USD Cash and cash equivalents EUR                    | 5,461<br>82,810   | 3,970<br>144,315 |
| Current liabilities Trade and other payables USD Trade and other payables EUR  | 26,560<br>344,364 | 6,520<br>436,265 |

# Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefits for other stakeholders and to maintain an optimal capital structure. Capital structure within the Company is monitored by reference to the gearing ratio calculated as net debt divided by total capital. Net debt is calculated as borrowings and trade and other payables less cash and cash equivalents. Total capital is calculated as equity (as shown in the balance sheet) plus net debt. During the year, the Company's strategy was to maintain a gearing ratio in the range 25% to 50%.

### NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

#### 16. PROVISIONS

|                                 | 2017<br>£ | 2016<br>£ |
|---------------------------------|-----------|-----------|
| Warranty provision              | 70,336    | 67,939    |
| Analysed as follows:<br>Current | 70,336    | 67,939    |

The Company gives warranties on all systems sold and undertakes to make good by repair or replacement any manufacturing faults that become apparent within two years from the date of sale. A provision has therefore been made for the estimated cost of the outstanding warranty work to be carried out in future periods.

### 17. CALLED UP SHARE CAPITAL

| Number: | ued and fully paid: | Nominal | 2017 | 2016 |
|---------|---------------------|---------|------|------|
|         | Class:              | value:  | £    | £    |
| 100     | Ordinary shares     | £1      | 100  | 100  |

### 18. ULTIMATE PARENT COMPANY

The Company is a subsidiary undertaking of Flowmax Limited, incorporated in England and Wales.

The directors regard Flowmax Limited as the immediate parent company, and S A Bias Industries (Pty) Limited, a company registered in South Africa, as the ultimate parent company.

### 19. CONTINGENT LIABILITIES

The Company, its immediate parent and fellow subsidiaries are party to an omnibus guarantee and set-off agreement given to Lloyds Bank plc in respect of group overdraft facilities. The total level of indebtedness at the year end amounted to £nil (2016: £542,842).

### 20. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the years ended 31 December 2017 and 31 December 2016:

|                                      | 2017<br>£ | 2016<br>£ |
|--------------------------------------|-----------|-----------|
| R J Terry                            | ~         |           |
| Balance outstanding at start of year | -         | 239       |
| Amounts repaid                       |           | (239)     |

# NOTES TO THE FINANCIAL STATEMENTS - continued

### FOR THE YEAR ENDED 31 DECEMBER 2017

# 21. RELATED PARTY DISCLOSURES

During the year, the Company had the following transactions with related parties (all below companies are under common control):

| Related party  | Type of transaction   |
|----------------|-----------------------|
| riorated party | 1 ) po or trameaction |

| Purchases         32,337         25,689           Alpeco Limited         Sales         822         1,288           Anglo Nordic Burner Products Limited         Sales         9,320         6,366           Purchases         4,189         3,651           Bell Flow Systems Limited         Sales         4,102         25,715           Purchases         42,363         31,551  |  |                           | Year Ended<br>31.12.17 | Year Ended<br>31.12.16 |
|---|--|---------------------------|------------------------|------------------------|
| Action-Sealtite Limited         Sales         11,937         9,447           Purchases         32,337         25,689           Alpeco Limited         Sales         822         1,288           Anglo Nordic Burner Products Limited         Sales         9,320         6,366           Purchases         4,189         3,651           Bell Flow Systems Limited         Sales         4,102         25,715           Purchases         42,363         31,551 |  |                           | £                      | £                      |
| Alpeco Limited         Sales         822         1,288           Anglo Nordic Burner Products Limited         Sales         9,320         6,366           Purchases         4,189         3,651           Bell Flow Systems Limited         Sales         4,102         25,715           Purchases         42,363         31,551  | Action-Sealtite Limited                      | Sales                     | 11,937                 | 9,447                  |
| Anglo Nordic Burner Products Limited         Sales         9,320         6,366           Purchases         4,189         3,651           Bell Flow Systems Limited         Sales         4,102         25,715           Purchases         42,363         31,551   | •  | Purchases                 | 32,337                 | 25,689                 |
| Purchases         4,189         3,651           Bell Flow Systems Limited         Sales         4,102         25,715           Purchases         42,363         31,551  | Alpeco Limited                               | Sales                     | 822                    | 1,288                  |
| Bell Flow Systems Limited         Sales         4,102         25,715           Purchases         42,363         31,551  | Anglo Nordic Burner Products Limited         | Sales                     |                        | 6,366                  |
| Purchases 42,363 31,551   |  | Purchases                 | 4,189                  | 3,651                  |
|   | Bell Flow Systems Limited                    | Sales                     |                        | 25,715                 |
|   | •  | Purchases                 | 42,363                 | 31,551                 |
| Castle Pumps Limited • Sales 39,147 30,632  | Castle Pumps Limited                         | <ul> <li>Sales</li> </ul> | 39,147                 | 30,632                 |
|   |  | Recharges to              | 42,000                 | 42,000                 |
|   |  | Purchases                 | •                      | 48,419                 |
| •   | Flowmax Limited                              | Sales                     | <del>-</del> - ·       | 2,529                  |
|   |  | Purchases                 | 60,388                 | 53,181                 |
|   | Hytek (GB) Limited                           | Sales                     | 275,401                | 140,437                |
| ·   |  |                           | •                      | 36,006                 |
|   | Industrial Flow Control Limited              | Sales                     | 275                    | 247                    |
| Purchases 1,377 1,097   |  | Purchases                 | 1,377                  | 1,097                  |
| Balances outstanding at the end of the year:  | Balances outstanding at the end of the year: |                           |                        |                        |
| Action-Sealtite Limited Amount due from - 326   | Action-Sealtite Limited                      | Amount due from           |                        | 326                    |
|   |  |                           | 4.457                  | 506                    |
| Bell Flow Systems Limited Amount due to 8,078 -   |  |                           | •                      | -                      |
|   |  |                           | •                      | 155,345                |
| Centre Tank Service Limited Amount due from 107   | •  | Amount due from           |                        | -                      |
| Annex Valves Limited Amount due to 10 10  | Annex Valves Limited                         | Amount due to             | 10                     | 10                     |

During the year ended 31 December 2014, the Company acquired a 100% investment in Annex Valves Limited, a company which is currently not trading.

During the period dividends of £975,000 (2016: £890,455) were paid to related parties as follows:

|                   | £       | £       |
|-------------------|---------|---------|
| · Flowmax Limited | 877,500 | 801,409 |
| R J Terry         | 48,750  | 44,523  |
| M S Terry         | 48,750  | 44,523  |

During the year dividends of £220,250 (2016: £135,909) were received from Castle Pumps Limited.

# 22. AUDITORS INFORMATION

The financial statements of the Company for the year ended 31 December 2017 were audited by James Cowper Kreston and an unqualified audit opinion was issued. The senior statutory auditor was James Pitt BA (Hons) ACA.