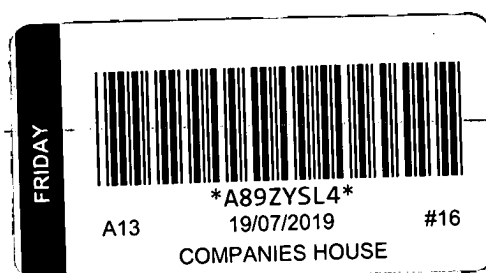


Company Registration No. 03195826 (England and Wales)

NUCO INTERNATIONAL LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018
PAGES FOR FILING WITH REGISTRAR



NUCO INTERNATIONAL LIMITED

CONTENTS

	Page
Balance sheet	1
Statement of cash flows	2
Notes to the financial statements	3 - 11

NUCO INTERNATIONAL LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
Fixed assets					
Intangible assets	3	184,167		216,667	
Tangible assets	4	240,592		199,735	
Investments	5	167		167	
		<u>424,926</u>		<u>416,569</u>	
Current assets					
Stocks		375,755		504,319	
Debtors	6	4,049,787		3,277,546	
Cash at bank and in hand		119,564		73,549	
		<u>4,545,106</u>		<u>3,855,414</u>	
Creditors: amounts falling due within one year	7	<u>(4,440,827)</u>		<u>(3,874,496)</u>	
Net current assets/(liabilities)		<u>104,279</u>		<u>(19,082)</u>	
Total assets less current liabilities		<u>529,205</u>		<u>397,487</u>	
Creditors: amounts falling due after more than one year	8	<u>(6,052)</u>		<u>(36,328)</u>	
Net assets		<u><u>523,153</u></u>		<u><u>361,159</u></u>	
Capital and reserves					
Called up share capital	9	100,000		100,000	
Profit and loss reserves		423,153		261,159	
Total equity		<u><u>523,153</u></u>		<u><u>361,159</u></u>	

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on
and are signed on its behalf by:



K S F Matthews
Director

Company Registration No. 03195826

NUCO INTERNATIONAL LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
Cash flows from operating activities					
Cash generated from operations	16	223,043		573,125	
Interest paid		(83,472)		(82,654)	
Income taxes paid		(6,050)		(52,025)	
Net cash inflow from operating activities		133,521		438,446	
Investing activities					
Purchase of tangible fixed assets		(133,473)		(50,122)	
Proceeds on disposal of tangible fixed assets		37,350		25,352	
Proceeds on disposal of subsidiaries		-		(167)	
Net cash used in investing activities		(96,123)		(24,937)	
Financing activities					
Repayment of borrowings		182,206		(177,084)	
Payment of finance leases obligations		(49,589)		(32,365)	
Dividends paid		(124,000)		(184,000)	
Net cash generated from/(used in) financing activities		8,617		(393,449)	
Net increase in cash and cash equivalents		46,015		20,060	
Cash and cash equivalents at beginning of year		73,549		53,489	
Cash and cash equivalents at end of year		119,564		73,549	

NUCO INTERNATIONAL LIMITED

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

1 Accounting policies

Company information

Nuco International Limited is a private company limited by shares incorporated in England and Wales. The registered office is Unit 5, Villiers Court, Meriden Business Park, Coventry, West Midlands, CV5 9RG.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

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

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

1.3 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 20 years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Office equipment	25% straight line
Fixtures & fittings	15% reducing balance
Motor vehicles	25% reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.5 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.8 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

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

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

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

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

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.11 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.12 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred taxation is provided at appropriate rates on all timing differences using the liability method.

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

1.13 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.14 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.15 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.16 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

1.17 Invoice discounting

The gross amount of invoices discounted are shown in the balance sheet as trade debtors and the advances against them are included in the balance sheet as trade creditors. The interest and charges element of the advances are recognised as they accrue and are included in the profit and loss account.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 16 (2017 - 19).

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

3 Intangible fixed assets

	Goodwill £
Cost	
At 1 January 2018 and 31 December 2018	650,000
Amortisation and impairment	
At 1 January 2018	433,333
Amortisation charged for the year	32,500
At 31 December 2018	465,833
Carrying amount	
At 31 December 2018	184,167
At 31 December 2017	216,667

4 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 1 January 2018	522,045
Additions	133,473
Disposals	(92,914)
At 31 December 2018	562,604
Depreciation and impairment	
At 1 January 2018	322,310
Depreciation charged in the year	49,701
Eliminated in respect of disposals	(49,999)
At 31 December 2018	322,012
Carrying amount	
At 31 December 2018	240,592
At 31 December 2017	199,735

5 Fixed asset investments

	2018 £	2017 £
Investments	167	167

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

5 Fixed asset investments

(Continued)

Fixed asset investments not carried at market value

Movements in fixed asset investments

	Shares in group undertakings £
Cost or valuation	
At 1 January 2018 & 31 December 2018	167
Carrying amount	
At 31 December 2018	167
At 31 December 2017	167

6 Debtors

	2018 £	2017 £
Amounts falling due within one year:		
Trade debtors	2,944,495	2,330,176
Amounts owed by group undertakings	704,543	563,476
Other debtors	400,749	383,894
	<u>4,049,787</u>	<u>3,277,546</u>

7 Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	2,288,612	2,142,513
Taxation and social security	201,567	35,696
Other creditors	1,950,648	1,696,287
	<u>4,440,827</u>	<u>3,874,496</u>

Included in other creditors are advances made by ABN AMRO Commercial Finance PLC of £1,585,450 (2017: £1,403,244) secured by fixed and floating charges over the undertaking and all property and assets present and future.

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

8 Creditors: amounts falling due after more than one year

	2018 £	2017 £
Other creditors	6,052	36,328
	<u> </u>	<u> </u>

9 Called up share capital

	2018 £	2017 £
Ordinary share capital		
Issued and fully paid		
100,000 Ordinary shares of £1 each	100,000	100,000
	<u> </u>	<u> </u>

10 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was James Carty ACA FCCA.

The auditor was Thomas & Young Limited.

11 Financial instruments

The company enters into foreign currency contracts to mitigate the exchange rate risk for certain foreign currency suppliers. At the year end the company had options to buy forward contracts of £1,297,013 between January 2018 and December 2018 (2017 : £2,572,282). The forward currency contracts are measured at fair value using quoted forward exchange rates.

12 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2018 £	2017 £
	716,667	816,667
	<u> </u>	<u> </u>

13 Parent company

The ultimate parent company is Winbus Limited, a company registered in England and Wales.

Throughout the period the company was under the control of its parent company Winbus Limited.

NUCO INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

14 Related party transactions

Transactions with related parties

During the year the company entered into the following transactions with related parties:

During the year the company paid rent of £100,000 (2017 : £100,000) to a group of individual SIPPS, of which Mr K Matthews and Mr I A Bowland are members.

During the year Mr I A Bowland invoiced the company £19,652 (2017 : £19,580) for consultancy services.

15 Directors' transactions

The loan is interest free and repayable on demand.

Description	% Rate	Opening balance £	Amounts advanced £	Closing balance £
K S F Matthews -	-	69,437	51,485	120,922
		<u>69,437</u>	<u>51,485</u>	<u>120,922</u>

16 Cash generated from operations

	2018 £	2017 £
Profit for the year after tax	285,994	95,317
Adjustments for:		
Taxation charged	71,613	6,050
Finance costs	83,472	82,654
Loss on disposal of tangible fixed assets	5,565	3,315
Amortisation and impairment of intangible assets	32,500	32,500
Depreciation and impairment of tangible fixed assets	49,701	54,466
Movements in working capital:		
Decrease in stocks	128,564	245,044
(Increase)/decrease in debtors	(755,508)	12,459
Increase in creditors	321,142	41,320
Cash generated from operations	<u>223,043</u>	<u>573,125</u>