

Registered number: 05589521

**STAINLESS HANDRAIL SYSTEMS LIMITED
FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 MAY 2018**



Stainless Handrail Systems Limited
Financial Statements
For The Period Ended 31 May 2018

Contents

	Page
Independent Auditor's Report	1-2
Balance Sheet	3
Notes to the Financial Statements	4-10

Stainless Handrail Systems Limited
Independent Auditors' Report
to the members of Stainless Handrail Systems Limited

We have audited the accounts of Stainless Handrail Systems Limited the "company" for the period ended 31 May 2018 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and notes to the accounts, 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 FRS 102 Section 1A Small Entities 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 31 May 2018 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the accounts section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the accounts in the UK, including the FRC's Ethical Standard, and the provisions available for small entities, in the circumstances set out below, 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 accounts is not appropriate; or
- the directors have not disclosed in the accounts 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 accounts are authorised for issue.

Other information

The other information comprises the information included in the report and accounts, other than the accounts and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the accounts 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 accounts, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the accounts 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 accounts 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.

Opinions 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 directors' report for the financial period for which the accounts are prepared is consistent with the accounts; and
- the directors' report has been prepared in accordance with applicable legal requirements.

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 directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the accounts 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 prepare the accounts in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Stainless Handrail Systems Limited
Independent Auditors' Report (continued)
to the members of Stainless Handrail Systems Limited

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

Emphasis of matter

The corresponding figures for the year ended 31 October 2017 are unaudited.

Responsibilities of directors

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

Auditor's responsibilities for the audit of the accounts

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

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

Use of our report

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



B S Sahota FCCA (Senior Statutory Auditor)
for and on behalf of BSS & Co (Accounting Services) Ltd
Accountants and Statutory Auditors
75 Aston Road
Shifnal
Shropshire
TF11 8DU

31 December 2018

Stainless Handrail Systems Limited
Balance Sheet
As at 31 May 2018

Registered number: 05589521

		Period to 31 May 2018		31 October 2017	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible Assets	6		<u>441,762</u>		<u>449,564</u>
			441,762		449,564
CURRENT ASSETS					
Stocks	7	457,849		482,540	
Debtors	8	1,309,994		751,130	
Cash at bank and in hand		<u>401,016</u>		<u>424,205</u>	
		2,168,859		1,657,875	
Creditors: Amounts Falling Due Within One Year	9	<u>(1,532,276)</u>		<u>(1,063,516)</u>	
NET CURRENT ASSETS (LIABILITIES)			<u>636,583</u>		<u>594,359</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			1,078,345		1,043,923
Creditors: Amounts Falling Due After More Than One Year	10		<u>(204,262)</u>		<u>(254,540)</u>
PROVISIONS FOR LIABILITIES	12		<u>(75,470)</u>		<u>(85,178)</u>
NET ASSETS			<u><u>798,613</u></u>		<u><u>704,205</u></u>
CAPITAL AND RESERVES					
Called up share capital	13		4		4
Profit and loss account			<u>798,609</u>		<u>704,201</u>
SHAREHOLDERS' FUNDS			<u><u>798,613</u></u>		<u><u>704,205</u></u>

The accounts have been prepared and delivered in accordance with the special provisions applicable to companies subject to the small companies regime. The profit and loss account has not been delivered to the Registrar of Companies.

On behalf of the board



Mr Andrew Robinson

31 December 2018

The notes on pages 4 to 10 form part of these financial statements.

Stainless Handrail Systems Limited
Notes to the Financial Statements
For The Period Ended 31 May 2018

1 Accounting policies

Basis of Preparation of Financial Statements

The financial statements are prepared under the historical cost convention and in accordance with the FRS 102 Section 1A Small Entities - The Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006.

The directors have altered the reporting date to coincide with the group reporting date and therefore present financial statements for a shortened financial period of 7 months.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes.

Turnover is recognised by reference to the stage of completion of the contract using the percentage complete method in accordance with Section 23 FRS 102. The stage of completion of a contract is measured by monitoring the stage in the production process. Turnover is reduced for estimated customer returns, rebates and other similar allowances.

Turnover is recognised as the company becomes entitled to the consideration received therefore turnover includes an element of work completed but not yet invoiced.

Tangible Fixed Assets and Depreciation

Tangible fixed assets are measured at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is provided at rates calculated to write off the cost of the fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Plant and machinery	20% reducing balance
Motor vehicles	25% reducing balance
Fixtures and fittings	20% reducing balance

Leasing and Hire Purchase Contracts

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives. Assets acquired under hire purchase contracts are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in the creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the profit and loss account as incurred.

Stocks and Work In Progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

Work-in-progress is reflected in the accounts on a contract by contract basis by recording turnover and related costs as contract activity progresses. Costs are released to the profit and loss account according to the stage of completion of the contract therefore work-in-progress includes the element of costs incurred for which revenue has not yet been recognised.

Foreign Currencies

Monetary 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 ruling on the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Stainless Handrail Systems Limited
Notes to the Financial Statements (continued)
For The Period Ended 31 May 2018

Taxation

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

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of comprehensive income because of items of income or expense that are taxable or deductible in other year and 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 end of the reporting period.

Deferred tax is recognised on timing differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable timing differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible timing differences can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors. The measurement of deferred tax liabilities and asset reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current or deferred tax for the year is recognised in profit or loss, except when they related to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax is also recognised in other comprehensive income or directly in equity respectively.

Pensions

The company operates a defined pension contribution scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

Registrar Filing Requirements

The company has taken advantage of Companies Act 2006 section 444(1) and opted not to file the profit and loss account, directors report, and notes to the financial statements relating to the profit and loss account. The notes which are not included have been hidden but original note numbering has remained the same for those that are present.

3 Average Number of Employees

Average number of employees, including directors, during the year was as follows:

	Period to 31 May 2018	31 October 2017
Office and administration	15	20
Sales, marketing and distribution	15	14
Manufacturing	21	15
	<u>51</u>	<u>49</u>

Stainless Handrail Systems Limited
Notes to the Financial Statements (continued)
For The Period Ended 31 May 2018

6 Tangible fixed assets

	Plant & Machinery	Motor Vehicles	Fixtures & Fittings	Total
	£	£	£	£
Cost				
As at 1 November 2017	522,307	94,382	124,364	741,053
Additions	20,860	17,701	9,675	48,236
As at 31 May 2018	<u>543,167</u>	<u>112,083</u>	<u>134,039</u>	<u>789,289</u>
Depreciation				
As at 1 November 2017	206,266	28,062	57,161	291,489
Charge for the period	38,146	9,667	8,225	56,038
As at 31 May 2018	<u>244,412</u>	<u>37,729</u>	<u>65,386</u>	<u>347,527</u>
Net book value				
As at 31 May 2018	<u>298,755</u>	<u>74,354</u>	<u>68,653</u>	<u>441,762</u>
As at 31 October 2017	<u>316,041</u>	<u>66,320</u>	<u>67,203</u>	<u>449,564</u>

Included above are assets held under finance leases or hire purchase contracts with a net book value as follows:

	Period to 31 May 2018	31 October 2017
	£	£
Plant & Machinery	246,871	279,470
Motor Vehicles	<u>74,354</u>	<u>66,320</u>
	<u>321,225</u>	<u>345,790</u>

7 Stocks

	Period to 31 May 2018	31 October 2017
	£	£
Stock - materials	390,259	441,424
Stock - work in progress	42,076	6,976
Stock - goods in transit	25,514	34,140
	<u>457,849</u>	<u>482,540</u>

Stainless Handrail Systems Limited
Notes to the Financial Statements (continued)
For The Period Ended 31 May 2018

8 Debtors	Period to 31 May 2018	31 October 2017
	£	£
Due within one year		
Trade debtors	105,461	313,416
Prepayments and accrued income	111,401	21,748
Balance payments	429,653	60,530
Other debtors	54,005	53,960
Amounts owed by parent companies	609,474	-
Directors' loan accounts	-	301,476
	<u>1,309,994</u>	<u>751,130</u>

Balance payments represent the value of future revenues owed to the business upon commencement of orders. 50% of the order value is invoiced on completion.

9 Creditors: Amounts Falling Due Within One Year	Period to 31 May 2018	31 October 2017
	£	£
Net obligations under finance lease and hire purchase contracts	115,364	111,773
Trade creditors	439,330	397,655
Taxation and social security costs	204,087	195,513
Other creditors	12,745	7,017
Accruals and deferred income	760,750	351,558
	<u>1,532,276</u>	<u>1,063,516</u>

10 Creditors: Amounts Falling Due After More Than One Year	Period to 31 May 2018	31 October 2017
	£	£
Net obligations under finance lease and hire purchase contracts	<u>204,262</u>	<u>254,540</u>

Of the creditors falling due within and after more than one year the following amounts are secured:

	Period to 31 May 2018	31 October 2017
	£	£
Net obligations under finance lease and hire purchase contracts	<u>319,626</u>	<u>366,313</u>

Stainless Handrail Systems Limited
Notes to the Financial Statements (continued)
For The Period Ended 31 May 2018

11 Obligations Under Finance Leases and Hire Purchase

Period to 31 May 2018	31 October 2017
£	£

The maturity of these amounts is as follows:

Amounts Payable:

Within one year

115,364

111,773

Between one and five years

204,262

254,540

319,626

366,313

12 Deferred Taxation

The provision for deferred taxation is made up of accelerated capital allowances.

Period to 31 May 2018	31 October 2017
£	£
75,470	85,178

Deferred tax

13 Share Capital

Period to 31 May 2018	31 October 2017
----------------------------------	----------------------------

Allotted, called up and fully paid

4

4

	Value	Number	Period to 31 2018	31 October 2017
	£		£	£
Allotted, called up and fully paid				
Ordinary A shares	1	2	2	2
Ordinary B shares	1	1	1	1
Ordinary C shares	1	1	1	1

The holders of the Ordinary A shares are entitled to the right to receive notice of, to attend, and/or to vote at any general meeting of the Company.

The holders of the Ordinary B and/or C shares are not entitled to the right to receive notice of, to attend, and/or to vote at any general meeting of the Company.

The holders of the Ordinary B and/or C shares are not entitled to a return of capital on liquidation or otherwise.

14 Foreign Currency Risk

The company is exposed to currency exchange rate risk due to a part of its expenditure being denominated in foreign currencies.

Stainless Handrail Systems Limited
Notes to the Financial Statements (continued)
For The Period Ended 31 May 2018

15 Other Commitments

Total future minimum payments under non-cancellable operating leases

	Land and buildings		Other	
	Period to 31 2018	31 October 2017	Period to 31 2018	31 October 2017
	£	£	£	£
Within one year	100,784	77,000	10,967	11,548
Between one and five years	403,136	308,000	6,710	7,786
After five years	260,359	243,833	-	-
	<u>764,279</u>	<u>628,833</u>	<u>17,677</u>	<u>19,334</u>

16 Pension Commitments

The company operates a defined contribution pension scheme for its employees. The assets of the scheme are held separately from those of the company in an independently administered fund. At the balance sheet date unpaid contributions of £4,716 (2017: £2,809) were due to the fund. These amounts are included in Other Creditors.

17 Directors Advances, Credits and Guarantees

Included within debtors are the following loans to directors:

Description and conditions	B/fwd	Advanced	Repaid	C/fwd
	£	£	£	£
Mr Mark Busby	151,127	-	(151,127)	-
Mr Robert Witcomb	150,349	-	(150,349)	-
	<u>301,476</u>	<u>-</u>	<u>(301,476)</u>	<u>-</u>

The brought forward amounts were also the maximum balances of loans to directors during the period.

No interest was charged on loans to or from directors.

18 Related Party Transactions

The company was acquired by a parent company on 24 November 2017. Following the change in control the following security was given:

- A debenture in favour of Colmore Tang Construction Limited dated 24 November 2017 containing a fixed and floating charge over all assets
- A debenture in favour of AIB Bank dated 24 November 2017 providing security over funds borrowed by the immediate parent company and containing a fixed and floating charge over all assets
- A debenture in favour of Mr Mark Busby dated 24 November 2017 providing security over loan notes owed by the immediate parent company and containing a fixed and floating charge over all assets

At the reporting date a balance of £609,474 was owed by the immediate parent company Project Tristan Limited; this amount is included within note 8 as amounts owed by parent companies.

Included within other creditors is a balance of £3,500 owed to the ultimate parent company Colmore Tang Construction Limited.

No interest has been charged on loans to / from related parties and there were no conditions attached.

Stainless Handrail Systems Limited
Notes to the Financial Statements (continued)
For The Period Ended 31 May 2018

19 Ultimate Parent Undertaking and Controlling Party

Throughout the prior period the company was under the control of the directors, Mr Mark Busby and Mr Robert Witcomb by virtue of their interest in the issued share capital.

On 24 November 2017 100% of the company's issued share capital was acquired by immediate parent, Project Tristan Limited, a company incorporated in England and Wales. The ultimate parent company is Colmore Tang Construction Limited, also incorporated in England and Wales, by virtue of its interest in the immediate parent company.

The parent company Colmore Tang Construction Limited is responsible for drawing up the consolidated financial statements. The parent company's registered office is Colmore Tang House, Broadway, Broad Street, Birmingham B15 1BJ.

20 General Information

Stainless Handrail Systems Limited is a private company, limited by shares, incorporated in England & Wales, registered number 05589521. The registered office is Unit E6/E7 West Point, Middlemore Lane West, Aldridge, West Midlands, WS9 8BG.