Registered number: 11715726

## **MAXPARV LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS** FOR THE YEAR ENDED 31 DECEMBER 2021



## **COMPANY INFORMATION**

**Directors** P M Grutter (resigned 18 June 2021)

W J Mason

N Bitzi (appointed 18 June 2021)

Company secretary MSP Corporate Services Limited

Registered number 11715726

Registered office Maxon House

Hogwood Lane Finchampstead RG40 4QW

Independent auditors Wise & Co

Chartered Accountants & Statutory Auditors

Wey Court West Union Road Farnham Surrey GU9 7PT

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#### GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

#### Introduction

The principal activity of the group continued to be the design and manufacture of sub-1kW electric motors and geared units. The principal activity of the company is that of a holding company.

#### **Business review**

The group strategy has taken consistent themes forward through the last year and has also been developed to include;

Investment in people to retain and develop existing employees and to attract new employees to deliver the future strategic plans;

Investment in capital expenditure to increase capacity and maintain the groups competitive edge;

Using our design expertise and applications knowledge to grow the customer base and deliver additional opportunities from the existing customer base by offering next generation motor and gearbox solutions, and;

Development and investment in operations excellence and lean manufacturing capabilities aligned with the planned future movement of the company into a dedicated, integrated new manufacturing facility in the local area.

#### Background

Despite the global Covid-19 pandemic and the associated challenges of 2021, it was a very successful year for the groups mian trading company, generating a strong set of performance results. The year saw record sales figures and an EBITDA contribution for the maxon group ahead of budget. These were achieved partly because of the broad cross section of markets we serve and was additionally supported by strong growth in international regions, notably in the USA. Such opportunities to gain new customers around the world by working closely with the maxon local subsidiaries will continue to be a core part of the strategic growth plans for Parvalux Electric Motors Limited (Parvalux).

In parallel with this, the trading subsidiary Parvalux has started to invest significantly in building the skills and capabilities within its management teams, particularly in production management and operations areas as these will be necessary to position the company for the next stages in its 3 – 5 year strategic plan.

## Future developments

Future opportunities for the group and subsidiary company Parvalux look very significant and positive as part of the maxon group. The group can now both develop new business and sell via maxon subsidiaries in all major industrial countries. The biggest potential is in the US and we expect to see continued significant growth from this market through 2022 and onwards. Europe and Australia also show growing potential. At the same time we will keep a focus on our domestic key markets and our direct customers in other regions as these are complementing maxon well.

The plans to construct our own dedicated modern manufacturing facility, in which to integrate the subsidiary company Parvalux's current operations, have progressed during 2021. The ground started to be prepared for the new building in September 2021 and will be completed mid 2023.

## GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

#### Principal risks and uncertainties

The groups activities expose it to a number of risks which could potentially affect its trading performance and financial position:

The impacts of Covid-19 due to factors governed locally in the UK are anticipated to reduce moving forward compared those experienced at times during 2020/21. However, import supply chains could still be adversely affected by global supply chain issues. This is resulting in longer lead time and increased pricing from key suppliers. We are mitigating this risk by maintaining a solid supply chain, continually re-evaluating supplier options, modifying our purchasing patterns and keeping contingency stocks in our warehouse. We also ensure a tight focus on quality & reliability and generate added value for customers by providing strong design and technical capability in order to offer a strategic partnership with long-term contracts.

The uncertainties created by Brexit have presented risks to the company, in particular because of the increased import/export administration delays at UK ports. Although Parvalux imports very little of our raw materials and parts from the EU directly, we have seen this affect supply from other regions.

Volatility in currency markets exposes the company to foreign exchange risks. In respect of sales we mitigate these by contracting with foreign customers in GBP where possible, aligning pricing with any currency fluctuations.

The groups main trading company manufactures and assembles virtually all of its products across four premises in Bournemouth, Poole and Birmingham. This mitigates its exposure to the risk of any of its premises being rendered inoperative for any protracted period e.g. due to fire etc. Naturally the company ensures fully compliant fire precaution systems and maintains significant insurance cover against this eventuality.

The group is also exposed to other factors common to the majority of businesses such as the need to recruit and retain suitable staff, an increasing reliance on computer systems and technology, and the protection of the reputation and good name of the business. Significant adverse experience or events in relation to any of these factors could impact upon the companies trading performance and financial position

## GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

## Financial key performance indicators

## Other key performance indicators

More detailed measures of profitability, cost control and asset usage, together with non-financial key performance indicators, are also used on a monthly basis to maintain control and constant improvement within the business.

This report was approved by the board and signed on its behalf.

W J Mason Director

Date: 3//08/22

#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

The directors present their report and the financial statements for the year ended 31 December 2021.

#### Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Results and dividends

The loss for the year, after taxation, amounted to £3,229,497 (2020 - loss £2,855,883).

#### **Directors**

The directors who served during the year were:

P M Grutter (resigned 18 June 2021) W J Mason N Bitzi (appointed 18 June 2021)

#### Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any
  relevant audit information and to establish that the Company and the Group's auditors are aware of that
  information.

## DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

## Post balance sheet events

There have been no significant events affecting the Group since the year end.

#### Auditors

The auditors, Wise & Co, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

W J Mason

Director

Date: 31/08/22

#### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAXPARV LIMITED

#### **Opinion**

We have audited the financial statements of Maxparv Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2021, which comprise the Group Statement of income and retained earnings, the Group and Company Statements of financial position, the Group Statement of cash flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2021 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

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

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

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

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAXPARV LIMITED (CONTINUED)

#### Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the Group strategic report and the Directors' report for the financial year for which
  the financial statements are prepared is consistent with the financial statements; and
- the Group strategic report and the Directors' report have 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 Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group strategic report or the Directors' report.

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

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

#### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAXPARV LIMITED (CONTINUED)

#### Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

#### Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' 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 Group financial statements.

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

We gained an understanding of the legal and regulatory framework applicable to the company and the industry in which it operates, and considered the risk of acts by the company that were contrary to applicable laws and regulations, including fraud. We designed audit procedures to respond to the risk, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

We focussed on laws and regulations which could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006 and UK tax legislation. Our tests included agreeing the financial statement disclosures to underlying supporting documentation, enquiries with management and enquiries of legal counsel. There are inherent limitations in the audit procedures described above and, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. We did not identify any key audit matters relating to irregularities, including fraud. As in all our audits, we also addressed the risk of management override of internal controls, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

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

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAXPARV LIMITED (CONTINUED)

#### Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' 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.

W. Dispired

Mark Dickinson FCA (Senior statutory auditor) for and on behalf of Wise & Co
Chartered Accountants & Statutory Auditors
Wey Court West
Union Road
Farnham
Surrey

Date:

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## CONSOLIDATED STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £	2020 £
Turnover	4	26,571,255	25,478,155
Cost of sales		(21,445,100)	(20,739,202)
Gross profit		5,126,155	4,738,953
Distribution costs		(613,873)	(602,313)
Administrative expenses		(6,964,742)	(6,412,173)
Other operating income	5	321,058	240,471
Operating loss	6	(2,131,402)	(2,035,062)
Interest payable and expenses	10	(530,226)	(611,885)
Loss before tax		(2,661,628)	(2,646,947)
Tax on loss	11	(567,869)	(208,936)
Loss after tax		(3,229,497)	(2,855,883)
Retained earnings at the beginning of the year		(6,200,427)	(3,585,060)
		(6,200,427)	(3,585,060)
Loss for the year attributable to the owners of the parent		(3,229,497)	(2,855,883)
Transfer between reserves		256,914	240,516
Retained earnings at the end of the year		(9,173,010)	(6,200,427)
Non-controlling interest at the end of the year			

## MAXPARV LIMITED REGISTERED NUMBER: 11715726

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2021

	Note		2021 £		2020 £
Fixed assets			_		~
Intangible assets	13		19,539,681		23,532,449
Tangible assets	14		12,738,174		11,065,050
Current assets					
Stocks	16	9,878,556		7,488,722	
Debtors: amounts falling due within one year	17	3,720,352		3,148,907	
Cash at bank and in hand	18	2,027,980		3,758,152	
		15,626,888		14,395,781	
Creditors: amounts falling due within one year	19	(17,899,757)		(18,019,344)	
Net current liabilities		<del>-</del>	(2,272,869)		(3,623,563)
Total assets less current liabilities			30,004,986		30,973,936
Creditors: amounts falling due after more	20		(20.242.740)		/04 400 045
than one year  Provisions for liabilities	20		(36,312,749)		(34,133,845)
Deferred taxation	22		(557,756)		(422,648)
Other provisions	23		(33,798)		(87,263)
Net liabilities			(6,899,317)		(3,669,820)
Capital and reserves					
Called up share capital	24		1		1
Other reserves	25		2,273,692		2,530,606
Profit and loss account	25		(9,173,010)		(6,200,427)
Equity attributable to owners of the parent Company			(6,899,317)		(3,669,820)

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

W J Mason Director

Date: 31/08/2022

## MAXPARV LIMITED REGISTERED NUMBER: 11715726

## COMPANY STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2021

	Note		2021 £		2020 £
Fixed assets			-		~
Investments  Current assets	15		39,515,509		39,515,509
Debtors: amounts falling due within one year	17	2,547,351		2,547,351	
Cash at bank and in hand	18	239,717		48,785	
		2,787,068		2,596,136	
Creditors: amounts falling due within one year	19	(2,094,572)		(5,122,402)	
Net current assets/(liabilities)			692,496		(2,526,266)
Total assets less current liabilities		·	40,208,005		36,989,243
Creditors: amounts falling due after more than one year	20		(36,312,749)		(34,133,845)
Net assets			3,895,256		2,855,398
Capital and reserves					
Called up share capital	24		1		1
Other reserves	25		2,273,692		2,530,606
Profit and loss account brought forward		324,791		(869,483)	
Profit for the year		1,039,857		953,758	
Other changes in the profit and loss account		256,914		240,516	
Profit and loss account carried forward			1,621,563		324,791
			3,895,256		2,855,398

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

W J Mason Director

Date: 20/01/2012

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2021

	£	2020 • £
Cash flows from operating activities	_	
Loss for the financial year	(3,229,497)	(2,855,883)
Adjustments for:		•
Amortisation of intangible assets	3,963,821	3,985,190
Depreciation of tangible assets	512,003	405,527
Loss on disposal of tangible assets	23,877	885
Government grants	-	(226,784)
Interest paid	530,226	611,885
Taxation charge	567,869	208,936
(Increase) in stocks	(2,389,834)	(294,854)
(Increase)/decrease in debtors	(326,867)	1,528,835
(Increase) in amounts owed by groups	(416,066)	(159,087)
(Decrease)/increase in creditors	(5,875,251)	1,891,932
Increase in amounts owed to groups	7,934,570	7,944,967
(Decrease) in provisions	(53,465)	(117,588)
Corporation tax (paid)	(261,274)	(541,302)
Net cash generated from operating activities	980,112	12,382,659
Cash flows from investing activities		
Purchase of intangible fixed assets	(1,519)	(1,781,661)
Purchase of tangible fixed assets	(2,177,039)	(8,964,435)
Sale of tangible fixed assets	(1,500)	279
Government grants received	-	226,784
Net cash from investing activities	(2,180,058)	(10,519,033)

## CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

	2021 £	2020 £
Cash flows from financing activities		
Issue of ordinary shares		1
Interest paid	(530,226)	(611,885)
Net cash used in financing activities	(530,226)	(611,884)
Net (decrease)/increase in cash and cash equivalents	(1,730,172)	1,251,742
Cash and cash equivalents at beginning of year	3,758,152	2,506,410
Cash and cash equivalents at the end of year	2,027,980	3,758,152
Cash and cash equivalents at the end of year comprise:	<del></del>	
Cash at bank and in hand	2,027,980	3,758,152
	2,027,980	3,758,152
	=======================================	

# CONSOLIDATED ANALYSIS OF NET DEBT FOR THE YEAR ENDED 31 DECEMBER 2021

	At 1	At 31
	January	December
	2021	2021
	£	£
Cash at bank and in hand	3,758,152	3,758,152
	3,758,152	3,758,152

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

#### 1. General information

Maxparv Limited is a private company (registration number 11715726) limited by shares, incorporated in England & Wales. The registered office address is Maxon House, Hogwood Lane, Finchampstead, RG40 4QW.

The principal place of business is 490-492 Wallisdown Road, Bournemouth, BH11 8PU.

The principal activity of the group continued to be the manufacture of small electric motors and geared units.

## 2. Accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of income and retained earnings in these financial statements.

The following principal accounting policies have been applied:

#### 2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated income statement from the date on which control is obtained. They are deconsolidated from the date control ceases.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

#### 2. Accounting policies (continued)

#### 2.3 Going concern

MaxParv Limited has made a profit for the year of £1,039,857 (2020 : £953,758) and the consolidated loss position for the year is £3,229,497 (2020 : £2,855,883). At 31 December 2021 the consolidated loss position for the group to date is £9,173,010 (2020 : £6,200,427).

The individual company profit, largely relates to dividend income from the subsidiary company less the loan interest charged during the period. The loan is an intercompany loan to cover the restructuring after the acquisition of Parvalux Electric Motors Limited. The loan will not be called in suddenly by the group so is not a risk to Maxparv Limited. It is planned that revenue and cash from Parvalux Electric Motors Limited will cover the loan interest and repayments as and when they fall due.

The consolidated position includes goodwill amortisation for the year of £3,962,431 (2020: £3,962,431) and the strong current and future trade of Parvalux Electric Motors Limited support the value of the goodwill and as noted above will support this company.

Based on the above the directors consider it appropriate that the accounts are prepared on the going concern basis.

#### 2.4 Foreign currency translation

## Functional and presentation currency

The Company's functional and presentational currency is GBP.

## Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated statement of income and retained earnings within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 2. Accounting policies (continued)

## 2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

#### Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Group has transferred the significant risks and rewards of ownership to the buyer;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

#### Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

## 2.6 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 2. Accounting policies (continued)

#### 2.7 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

#### 2.8 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated statement of income and retained earnings in the same period as the related expenditure.

#### 2.9 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

#### 2.10 Pensions

#### Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Group in independently administered funds.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 2. Accounting policies (continued)

#### 2.11 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

#### 2. Accounting policies (continued)

## 2.12 Intangible assets

#### Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to the Consolidated statement of income and retained earnings over its useful economic life.

## Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Goodwill - 8 years Other intangible fixed assets - 5 years

## 2.13 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on a reducing balance basis.

Depreciation is provided on the following basis:

Freehold property - Land not depreciated
Plant and machinery - 6.7% - 25% straight line
Fixtures and fittings - 12.5% - 33% straight line

Other fixed assets - Not depreciated

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

#### 2.14 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

#### 2. Accounting policies (continued)

#### 2.15 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

#### 2.16 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

## 2.17 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

## 2.18 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

## 2.19 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the reporting date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of financial position.

## 2.20 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

#### 2. Accounting policies (continued)

#### 2.20 Financial instruments (continued)

flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated statement of income and retained earnings.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an 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.

## 3. Judgements in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, management is required to make judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based upon historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

There are no sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

4	<b>-</b>	
4.	Turnove	r

The whole of the turnover is attributable to the manufacture of fractional horsepower electric motors and geared units.

Analysis of turnover by country of destination:

	Analysis of turnover by country of destination:		
		2021 £	2020 £
	United Kingdom	13,044,055	10,878,184
	Rest of Europe	5,594,152	5,131,003
	Rest of the world	7,933,048	9,468,968
		26,571,255	25,478,155
5.	Other operating income		
		2021 £	2020 £
	Other operating income	205,888	-
	Government grants receivable	83,137	226,784
	Sundry income	32,033	13,687
		321,058	240,471
6.	Operating loss		
	The operating loss is stated after charging:		
		2021 £	2020 £
	Research & development charged as an expense	171,257	84,416
	Exchange differences	(23,512)	40,761
	Other operating lease rentals	38,418	38,700
7.	Auditors' remuneration		
	·	2021 £	2020 £
	Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	34,065	47,000
		<del></del>	

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 8. Employees

Staff costs, including directors' remuneration, were as follows:

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Wages and salaries	5,974,046	5,140,370	-	-
Social security costs	516,597	457,263	-	-
Cost of defined contribution scheme	284,393	271,280	-	-
	6,775,036	5,868,913	-	-
	<del></del>			

The average monthly number of employees, including the directors, during the year was as follows:

	2021 No.	2020 No.
Employees	202	189

The Company has no employees other than the directors, who did not receive any remuneration (2020 - £NIL)

#### 9. Directors' remuneration

During the year retirement benefits were accruing to no directors (2020 - NIL) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £NIL (2020 - £NIL).

The value of the Group's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £NIL (2020 - £NIL).

The total accrued pension provision of the highest paid director at 31 December 2021 amounted to £NIL (2020 - £NIL).

The amount of the accrued lump sum in respect of the highest paid director at 31 December 2021 amounted to £NIL (2020 - £NIL).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

10.	Interest payable and similar expenses		
		2021 £	2020 £
	Bank interest payable	183,588	289,719
	Other loan interest payable	256,950	240,600
	Loans from group undertakings	89,688	81,566
		530,226	611,885
11.	Taxation		
		2021 £	2020 £
	Corporation tax		
	Current tax on profits for the year	328,143	181,135
	Adjustments in respect of previous periods	104,619	(115,801)
		432,762	65,334
	Total current tax	432,762	65,334
	Deferred tax		
	Origination and reversal of timing differences	135,107	143,602
	Total deferred tax	135,107	143,602
	Taxation on profit on ordinary activities	567,869	208,936

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

#### 11. Taxation (continued)

## Factors affecting tax charge for the year

The tax assessed for the year is lower than (2020 - lower than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Loss on ordinary activities before tax	(2,661,628)	(2,646,948)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)  Effects of:	(505,709)	(502,920)
Non-tax deductible amortisation of goodwill and impairment	764,262	752,861
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	642	1,177
Capital allowances for year in excess of depreciation	(31,200)	(126,970)
Adjustments to tax charge in respect of prior periods	(85,597)	-
Short term timing difference leading to an increase (decrease) in taxation	135,108	-
Adjustment in research and development tax credit leading to an increase (decrease) in the tax charge	283,471	_
Changes in provisions leading to an increase (decrease) in the tax charge	6,892	3,483
Unrelieved tax losses carried forward	-	103,787
Other differences leading to an increase (decrease) in the tax charge	•	(22,482)
Total tax charge for the year	567,869	208,936

## Factors that may affect future tax charges

There were no factors that may affect future tax charges.

## 12. Parent company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of income and retained earnings in these financial statements. The profit after tax of the parent Company for the year was £1,039,857 (2020 - £953,758).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 13. Intangible assets

Group

	Computer Software £	Goodwill £	Total £
Cost			
At 1 January 2021	97,347	31,450,008	31,547,355
Additions	1,519	-	1,519
Disposals	(47,083)	-	(47,083)
At 31 December 2021	51,783	31,450,008	31,501,791
Amortisation			
At 1 January 2021	30,068	7,984,838	8,014,906
Charge for the year on owned assets	26,314	3,962,431	3,988,745
On disposals	(41,540)	-	(41,540)
At 31 December 2021	14,842	11,947,269	11,962,111
Net book value			
At 31 December 2021	36,941	19,502,739	19,539,680
At 31 December 2020	67,279	23,465,170	23,532,449

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 14. Tangible fixed assets

Group

	Freehold property £	Plant and machinery £	Fixtures and fittings	Other fixed assets £	Total £
Cost or valuation					
At 1 January 2021	8,108,539	2,995,843	336,300	398,782	11,839,464
Additions	-	-	-	2,177,036	2,177,036
Disposals	-	(26,851)	(75,048)	-	(101,899)
Transfers between classes	-	479,222	44,010	(523,232)	-
At 31 December 2021	8,108,539	3,448,214	305,262	2,052,586	13,914,601
Depreciation					
At 1 January 2021	-	666,019	108,395	-	774,414
Charge for the year on owned assets	-	397,330	89,688	_	487,018
Disposals	-	(15,704)	(69,301)	-	(85,005)
At 31 December 2021	-	1,047,645	128,782	-	1,176,427
Net book value					
At 31 December 2021	8,108,539	2,400,569	176,480	2,052,586	12,738,174
At 31 December 2020	8,108,539	2,329,824	227,905	398,782	11,065,050

The net book value of land and buildings may be further analysed as follows:

202	1 2020 £ £
Freehold 8,108,53	<b>9</b> 8,108,539
8,108,53	8,108,539

## **NOTES TO THE FINANCIAL STATEMENTS** FOR THE YEAR ENDED 31 DECEMBER 2021

#### 15. **Fixed asset investments**

## Company

Investments in subsidiary companies £
39,515,509
39 515 509

**Cost or valuation** 

At 1 January 2021

At 31 December 2021

39,515,509

## Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

Name	Registered office	Class of shares	Holding
Parvalux Electric Motors Limited	UK	Ordinary	100%

The aggregate of the share capital and reserves as at 31 December 2021 and the profit or loss for the year ended on that date for the subsidiary undertaking were as follows:

	Aggregate	
	of share	
	capital and	
Name	reserves	Profit/(Loss)
Parvalux Electric Motors Limited	9,218,198	1,193,076

#### 16. **Stocks**

Group 2021 £	Group 2020 £
8,288,969	5,868,575
1,100,357	987,482
489,230	632,665
9,878,556	7,488,722
	2021 £ 8,288,969 1,100,357 489,230

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

17.	Debtors				
		Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
	Trade debtors	1,779,946	1,774,075	-	_
	Amounts owed by group undertakings	575,153	159,087	2,547,351	2,547,351
	Other debtors	1,146,558	845,436	-	-
	Prepayments and accrued income	218,695	370,309	-	-
		3,720,352	3,148,907	2,547,351	2,547,351
18.	Cash and cash equivalents				
		Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
	Cash at bank and in hand	2,027,980	3,758,152	239,715	48,785
19.	Creditors: Amounts falling due within or	ne year			
		Group 2021	Group 2020	Company 2021	Company 2020
	<b></b>	£	£	£	£
	Trade creditors	2,848,172	2,898,669	-	-
	Amounts owed to group undertakings	14,152,226	11,294,572	2,094,572	2,094,572
	Other taxation and social security Other creditors	128,427	129,312	-	- 0.07.000
	Accruals and deferred income	329,224 441,708	3,206,209 490,582	-	3,027,830 -
		17,899,757	18,019,344	2,094,572	5,122,402

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 20. Creditors: Amounts falling due after more than one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Amounts owed to group undertakings	36,150,759	31,073,845	36,150,759	31,073,845
Other creditors	-	3,000,000	-	3,000,000
Accruals and deferred income	161,990	60,000	161,990	60,000
	36,312,749	34,133,845	36,312,749	34,133,845

The aggregate amount of liabilities repayable wholly or in part more than five years after the reporting date is:

Interelectric ag. the ultimate parent company, loaned the company £36,600,000 upon incorporation. Of this amount, £13,400,000 is non-interest bearing and is to be repaid 31 December 2029. The remaining £23,200,000 is subject to a rate of interest equivalent to a ten year British government (riskless) bond, plus a risk premium of 0.75%. The interest rate is reviewed at each balance sheet date for the following year.

#### 21. Financial instruments

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Financial assets				
Financial assets measured at fair value through profit or loss	2,027,980	3,758,152	239,715	48,785
Financial assets that are debt instruments measured at amortised cost	3,041,268	-	2,547,351	~
	5,069,248	3,758,152	2,787,066	48,785
Financial liabilities  Financial liabilities measured at amortised				
cost	(54,062,459)	(51,995,772)	-	

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 22. Deferred taxation

## Group

2021 £

At beginning of	year
Charged to pro	fit or loss

(422,648) (135,108)

At end of year

(557,756)

Accelerated capital allowances
Short term timing differences

Group Group 2021 2020 £ £ (564,360) (420,775) 6,604 (1,873)

(557,756)

(422,648)

## 23. Provisions

## Group

Warranty provision

At 1 January 2021 Charged to profit or loss 87,263 (53,466)

At 31 December 2021

33,797

## Warranty provision

The provision is to cover the anticipated cost of returns of products held under warranty.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 24. Share capital

	2021 £	2020 £
Allotted, called up and fully paid		
1 (2020 - 1) Ordinary share of £1.00	1	1

#### 25. Reserves

#### Other reserves

The other reserves relates to the present value adjustment of the 10 year interest free loan provided to the company from the parent company.

#### 26. Pension commitments

The group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension cost charge represents contributions payable by the subsidiary company to the fund and amounted to £284,393. Contributions totalling £36,275 were payable to the fund at the reporting date and are included in creditors.

## 27. Commitments under operating leases

At 31 December 2021 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2021 f	Group 2020 f
Not later than 1 year Later than 1 year and not later than 5 years	551,737 52,911	497,160 107.676
Zato, triair i year and not late. Inair 2 years	604,648	604,836

## 28. Related party transactions

The Group has taken advantage of the exemption available under FRS102 not to disclose any related party transactions occurring with wholly owned group companies.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

## 29. Controlling party

The Company is a subsidiary undertaking of Interelectric ag, which is the ultimate parent company incorporated in Switzerland. The ultimate controlling party is Mr KW Braun, a director and majority shareholder of Interelectric ag.

The largest group in which the results of the group are consolidated is that headed by Interelectric ag, incorporated in Switzerland. No other group financial statements include the results of the company.

The consolidated financial statements of this group are not available to the public.