REGISTERED NUMBER: SC276252 (Scotland)

GROUP STRATEGIC REPORT, DIRECTORS' REPORT AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2018

FOR

BARR + WRAY GROUP LIMITED

TUESDAY

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COMPANY INFORMATION FOR THE YEAR ENDED 30 SEPTEMBER 2018

DIRECTORS:

A A Macdonald I Montgomerie

SECRETARY:

I Montgomerie

REGISTERED OFFICE:

1 Buccleuch Avenue Hillington Park

Glasgow G52 4NR

REGISTERED NUMBER:

SC276252 (Scotland)

AUDITORS:

Consilium Audit Limited (Statutory Auditor)

169 West George Street

Glasgow G2 2LB

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2018

The directors present their strategic report of the Company and the Group for the year ended 30 September 2018.

REVIEW OF BUSINESS

The Group's principal activity is in two distinct markets - "Pools and Spas" and "Process Equipment", where it utilises its core skills in water engineering. Its experience and expertise built up over nearly 60 years is combined with state of the art engineering to provide its customers with products and services of the highest quality.

The directors believe that results for the year are commendable and that the closing order-book at the end of September 2018 provides an opportunity for further growth in the future.

KEY PERFORMANCE INDICATORS

Gross margin for the year was lower than that for the prior year at 21.9% (2017: 24.2%). The operating margin in the year was 5.1% against 7.1% in 2017. These margins are satisfactory and reflect the continuing profitability and success of the Group.

PRINCIPAL RISKS AND UNCERTAINTIES

The directors believe the main risks facing the business are the downturn in the global economy together with uncertainty in relation to the ongoing Brexit negotiations. The healthy financial position of the business, its standing as a market leader, the recognised quality of the Group brand and the strong order book at the year end in the directors' opinion significantly mitigates these risks. With the establishment of the subsidiaries in the United Arab Emirates, Barr + Wray FZE, and Hong Kong, Barr & Wray (H.K.) Limited, the directors believe this further mitigates this risk by creating new income streams for the Group.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group finances its operations through its retained profits. Management's objective is to retain sufficient liquid funds to enable it to meet its day to day obligations as they fall due.

Hedge accounting is not used by the Group.

The Group's surplus funds are held primarily in short term fixed rate deposit accounts, which the directors believe gives the Group the flexibility to release cash resources at short notice.

ON BEHALF OF THE BOARD:

I Montgomerie - Secreta

Date:

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2018

The directors present their report with the financial statements of the Company and the Group for the year ended 30 September 2018.

PRINCIPAL ACTIVITY

The principal activity of the Group during the year was the provision of water engineering services.

DIVIDENDS

Details of dividends paid are included in notes to the financial statements.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 October 2017 to the date of this report.

A A Macdonald

I Montgomerie

PURCHASE OF OWN SHARES

The Group purchased, in aggregate, 6,160 of its £1 Ordinary shares in March 2018 for a consideration of £556,743. At the time of the purchase this represented 8.7% of the called up share capital.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and 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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Group's auditors are aware of that information.

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2018

AUDITORS

The auditors, Consilium Audit Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

I Montgomerie - Secreta

Date:

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF BARR + WRAY GROUP LIMITED

Opinion

We have audited the financial statements of Barr + Wray Group Limited (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 30 September 2018 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the Parent Company affairs as at 30 September 2018 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

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

Other information

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

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the 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.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF **BARR + WRAY GROUP LIMITED**

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 where 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.

Responsibilities of directors

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

In preparing the financial statements, the directors are responsible for assessing the 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 a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of our report

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

David Holt (Senior Statutory Auditor)

for and on behalf of Consilium Audit Limited (Statutory Auditor)

169 West George Street

Glasgow **G2 2LB**

CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2018

		2018	3	2017	
	Notes	£	£	£	£
TURNOVER	3		16,861,110		18,182,321
Cost of sales			13,166,880	_	13,776,655
GROSS PROFIT			3,694,230		4,405,666
Administrative expenses			2,834,573	_	3,119,351
OPERATING PROFIT	5		859,657		1,286,315
Interest receivable and similar income Other finance income	6 20	7,749 9,000		2,933	
Other finance costs	20 .		16,749	(8,000)	(5,067)
PROFIT BEFORE TAXATION			876,406		1,281,248
Tax on profit	7		148,806	_	123,819
PROFIT FOR THE FINANCIAL YEAR			727,600	=	1,157,429
Profit attributable to: Owners of the parent			727,600	=	1,157,429

CONSOLIDATED OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2018

	2018 Notes £	2017 £
PROFIT FOR THE YEAR	727,600	1,157,429
OTHER COMPREHENSIVE LOSS		
Actuarial gain on pension scheme	172,000	654,000
Foreign exchange reserve movement	(30,665)	174,551
Premium on repurchase of own shares	(550,583)	(829,950)
Income tax relating to components of other		•
comprehensive loss	(32,680)	(127,580)
OTHER COMPREHENSIVE LOSS FOR THE YEAR, NE	т	
OF INCOME TAX	(441,928)	(128,979)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	285,672	1,028,450
	•	•
Takat annual kanaka kanana akkilia katila ka	•	
Total comprehensive income attributable to:		1.030.450
Owners of the parent	285,672	1,028,450

BARR + WRAY GROUP LIMITED (REGISTERED NUMBER: SC276252)

CONSOLIDATED BALANCE SHEET 30 SEPTEMBER 2018

		201	.8	2017	,
	Notes	£	. £	£	£
FIXED ASSETS					
Intangible assets	10		22,144		26,813
Tangible assets	11		1,739,368		1,798,188
Investments	12				
			1,761,512		1,825,001
CURRENT ASSETS					
Stocks	13	641,210		355,889	
Debtors	14	5,924,193		5,988,140	
Cash at bank and in hand		4,669,122	_	3,044,386	
		11,234,525		9,388,415	
CREDITORS					
Amounts falling due within one year	15	9,483,979	-	7,620,143	
NET CURRENT ASSETS			1,750,546		1,768,272
TOTAL ASSETS LESS CURRENT LIABILITIES			3,512,058		3,593,273
PROVISIONS FOR LIABILITIES	17		(177,090)		(232,287)
PENSION ASSET	20		495,000		314,000
NET ASSETS			3,829,968		3,674,986
CAPITAL AND RESERVES					
Called up share capital	18		65,000		71,160
Capital redemption reserve	19		135,000		128,840
Other reserves	19		(34,405)		(3,740)
Retained earnings	19		3,664,373	,	3,478,726
SHAREHOLDERS' FUNDS			3,829,968		3,674,986

The financial statements were approved by the Board of Directors on 29 January 2019 and were signed on its behalf by:

A A Macdonald - Director

I Montgomerie - Director

BARR + WRAY GROUP LIMITED (REGISTERED NUMBER: SC276252)

COMPANY BALANCE SHEET 30 SEPTEMBER 2018

		2018		2017	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		-		-
Tangible assets	11		-		-
Investments	12		771,799		771,799
,			771,799		771,799
CREDITORS					
Amounts falling due within one year	15	571,799		571,799	
NET CURRENT LIABILITIES			<u>(571,799</u>)		<u>(571,799</u>)
TOTAL ASSETS LESS CURRENT LIABILITIES			200,000		200,000
CAPITAL AND RESERVES					
Called up share capital	18		65,000		71,160
Capital redemption reserve	19		135,000		128,840
SHAREHOLDERS' FUNDS			200,000		200,000
Company's profit for the financial year			681,273		975,105

The financial statements were approved by the Board of Directors on 29 JANUARY 709 and were signed on its behalf by:

A A Macdonald - Director

I Montgomerie - Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2018

	Called up share capital £	Retained earnings £	Capital redemption reserve	Other reserves £	Total equity £
Balance at 1 October 2016	91,785	2,769,982	108,215	(178,291)	2,791,691
Changes in equity					
Profit for year	<u>-</u> `	1,157,429	-	· -	1,157,429
Repurchase of share capital	(20,625)	(850,575)	20,625	-	(850,575)
Actuarial gains on pension scheme Movement on deferred tax relating	-	654,000	-	-	654,000
to pension scheme	-	(127,580)	-	-	(127,580)
Foreign exchange reserve movement	-		-	174,551	174,551
Dividends _	· -	(124,530)	. _	<u> </u>	(124,530)
Balance at 30 September 2017	71,160	3,478,726	128,840	(3,740)	3,674,986
Changes in equity					
Profit for year	_	727,600	-	_	727,600
Repurchase of share capital	(6,160)	(556,743)	6,160	-	(556,743)
Actuarial gains on pension scheme	•	172,000	-	-	172,000
Movement on deferred tax relating					
to pension scheme	-	(32,680)	•	-	(32,680)
Foreign exchange reserve movement	-	-	-	(30,665)	(30,665)
Dividends	- -	(124,530)	_ _		(124,530)
Balance at 30 September 2018	65,000	3,664,37 <u>3</u>	135,000	(34,405)	3,829,968

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2018

	Called up share capital £	Retained earnings £	Capital redemption reserve £	Total equity £
Balance at 1 October 2016	91,785	-	108,215	200,000
Changes in equity Profit for year Repurchase of share capital Dividends	(20,625) 	975,105 (850,575) (124,530)	20,625 	975,105 (850,575) (124,530)
Balance at 30 September 2017	71,160		128,840	200,000
Changes in equity Profit for year Repurchase of share capital Dividends	(6,160) 	681,273 (556,743) (124,530)	6,160 	681,273 (556,743) (124,530)
Balance at 30 September 2018	65,000		135,000	200,000

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2018

		2018	2017
	Notes	£	£
Cash flows from operating activities		•	
Cash generated from operations	23	2,547,353	336,798
Finance costs paid		-	. (8,000)
Tax paid		(106,786)	(191,007)
Net cash from operating activities		2,440,567	137,791
Cash flows from investing activities		(445.370)	. (46.003)
Purchase of tangible fixed assets		(145,370)	(46,893)
Sale of tangible fixed assets		27,797	122,480
Interest received		7,749	2,933
Net cash from investing activities		(109,824)	78,520
Cash flows from financing activities			
Share buyback		(556,743)	(850,575)
Equity dividends paid		(124,530)	(124,530)
Net cash from financing activities		<u>(681,273</u>)	(975,105)
Increase/(decrease) in cash and cash equivalent	ts	1,649,470	(758,794)
Cash and cash equivalents at beginning of year	24	3,044,386	3,639,325
Effect of foreign exchange rate changes		(24,734)	163,855
Cash and cash equivalents at end of year	24	4,669,122	3,044,386

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2018

1. STATUTORY INFORMATION

Barr + Wray Group Limited is a private company, limited by shares, registered in Scotland. The Company's registered number and registered office address can be found on the Company Information page.

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

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

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

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and all group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and written off over a period of ten years from the year of acquisition. The results of companies acquired or disposed of are included in the Income Statement after or up to date that control passes respectively. As a Consolidated Income Statement is published, a separate Income Statement for the Company is omitted from the group financial statements by virtue of section 408 of the Companies Act 2006.

Significant judgements and estimates

Preparation of the financial statements requires management to make significant judgements and estimates. In preparing the financial statements the directors have made the following judgements:

- Determine whether leases entered into by the Group as a lessee are operating or finance leases. These decisions
 depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to
 the lessee on a lease by lease basis.
- Determine whether there are indicators of impairment of the Group's tangible assets. Factors taken into
 consideration in reaching such a decision include the economic viability and expected future financial performance of
 the asset.
- Determine whether any bad debt provision is required via review of trade debtors, with debts provided for on a specific basis. Factors considered include customer payment history and agreed credit terms.
- Determine whether contract revenue and contract costs have been estimated and recognised according to the concepts of prudence and realisation of profits.
- The Group has obligations to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors in determining the net pension obligation/asset in the balance sheet. The assumptions reflect historical experience and current trends.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

2. ACCOUNTING POLICIES - continued

Turnover

In respect of long-term contracts and contracts for ongoing services, turnover represents the value of work done in the year, including estimates of amounts not invoiced, net of Value Added Tax. The value of work done in respect of long term contracts and contracts for ongoing services is determined by reference to the stage of completion.

In respect of goods sold during the year turnover represents sales price, less returns received, exclusive of Value Added Tax. Sales are recognised at the point at which the Group has fulfilled its contractual obligations and the risks and rewards attaching to the product have been transferred to the customer.

Goodwill and amortisation

Goodwill is stated at cost less accumulated amortisation and any impairment in value. Cost is the difference between the fair value of the consideration paid on the acquisition of a business and the fair value of the separable net assets required. Amortisation is calculated to write off the cost of goodwill on a straight-line basis over its estimated useful life up to a maximum of 10 years.

The carrying value of goodwill is reviewed by the directors annually for any impairment.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimated useful life.

Heritable property - 2% straight line
Tools and equipment - 20% straight line
Motor vehicles - 25% straight line
Office furniture and equipment - 10% to 25% straight line

Tangible fixed assets are stated at cost less depreciation.

Cost represents purchase price together with any incidental costs of acquisition.

Stocks

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

Cost is calculated using the first-in first-out method and includes the normal cost of transporting stock to its present location and condition.

Work in progress

Work in progress is valued on the basis of direct material and labour costs plus attributable overheads based on a normal level of activity.

For long term contracts, profit is recognised by reference to the stage of completion of each contract where there is reasonable certainty that the contract will be profitable. Where the outcome of the contract cannot be established with reasonable certainty, no profit is recognised. Foreseeable losses are provided for in full at the point at which the loss is anticipated.

Where amounts invoiced exceed the value of work done, the excess is accounted for as payments received on account and is included within creditors. Where the value of work done exceeds the amounts invoiced, the excess is accounted for as amounts recoverable on contracts and is included within debtors.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

2. ACCOUNTING POLICIES - continued

Financial instruments

The Group has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial instruments are classified and accounted for as financial assets, financial liabilities or equity instruments, according to the substance of the contractual arrangement.

Financial instruments which are assets are stated at cost less any provision for impairment. Financial liabilities are stated at principal capital amounts outstanding at the period end. Issue costs relating to financial liabilities are deducted from the outstanding balance and are amortised over the period to the due date for repayment of the financial liability.

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. A financial liability is any contractual arrangement for an entity to deliver cash to the holder of the associated financial instrument.

Taxation

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

Current or deferred taxation assets and liabilities are not discounted.

Current tax

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

Deferred tax

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

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

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

Foreign currencies

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

The trading results of the Group undertakings are translated into Pound Sterling (£) at the average exchange rates for the year. The assets and liabilities of overseas undertakings, including goodwill and fair value adjustments arising on acquisition, are translated at the exchange rates ruling at the year end. Exchange adjustments arising from the retranslation of opening net investments and from the translation of the profits or losses at average rates are recognised in other comprehensive income.

Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

2. ACCOUNTING POLICIES - continued

Pension costs and other post-retirement benefits

The Group operates two pension schemes; one defined benefit scheme and one defined contribution scheme. For the defined benefit scheme, the amounts charged to operating profit are the current service costs and gains and losses on settlements and curtailments. They are included as part of staff costs. Past service costs are recognised immediately in the income statement if the benefits have vested. If the benefits have not vested immediately, the costs are recognised over the period until vesting occurs. The interest cost and the expected return on assets are shown as a net amount of other finance costs or credits adjacent to interest. Actuarial gains and loss are recognised immediately in Other Comprehensive Income.

Defined benefit schemes are funded with the assets of the scheme held separately from those of the Group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit method and discounted at an AA corporate bond rate. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The resulting defined benefit asset (to the extent that it can be recovered) or liability is presented separately after other net assets on the face of the balance sheet. The contributions are determined by a qualified actuary on the basis of triennial valuations.

The defined benefit pension scheme was closed to future accrual with effect from 30 September 2006.

For defined contribution schemes, the amount charged to the Consolidated Income Statement in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet. The assets of the scheme are held separately from those of the Group in an independently administered fund.

Deferred government grants

Deferred government grants in respect of capital and personnel expenditure are treated as deferred income and credited to the Consolidated Income Statement over the estimated useful life of the assets or employment period to which they relate.

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the Group.

The directors have chosen not to disclose further information on the Group's turnover on the basis that they consider it seriously prejudicial to the interests of the Group.

4. EMPLOYEES AND DIRECTORS

	2018	2017
	£	£
Wages and salaries	4,321,693	4,257,100
Social security costs	288,041	291,072
Other pension costs	90,144	87,145
	4,699,878	4,635,317
The average number of employees during the year was as follows:		
	2018	2017
Production	51	54
Administration, sales and distribution	62	62
	<u>113</u>	116

Other pension costs are amounts charged to operating profit and do not include amounts debited to finance costs and amounts recognised in Other Comprehensive Income in respect of the defined benefit pension scheme.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

		•	
4.	EMPLOYEES AND DIRECTORS - continued		
4.	EMPLOTEES AND DIRECTORS - Continued		
		2010	2017
	•	2018	2017
		£	·£
	Directors' remuneration	349,545	371,119
	Directors' pension contributions to money purchase schemes	<u>8,768</u>	12,201
		•	
	The number of directors to whom retirement benefits were accruing was as follows:		
	Money purchase schemes	2	3
	•		
	Information regarding the highest paid director is as follows:		
	mornation regarding the ingress paid director is as rollows.	2018	2017
		£	£
	Emoluments etc	257,662	259,233
	Pension contributions to money purchase schemes	5,474	. 5,315
	rension contributions to money purchase schemes		. 3,313
			,
	The Company considers key management to be the directors of the Group. The key manage	ement remuneration	on for the year is
	as disclosed above.		
_			
5. `	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
		2018	2017
		£	£
	Other operating leases	302,820	294,571
	Depreciation - owned assets	184,424	227,708
	Profit on disposal of fixed assets	(13,518)	(34,454)
	Goodwill amortisation	4,225	4,469
	Auditors' remuneration	18,900	18,500
	Foreign exchange differences	25,389	44,516
	Amortisation of government grants	<u>(83,487)</u>	(1,988)
6.	INTEREST RECEIVABLE AND SIMILAR INCOME		
		2018	2017
		£	£
	Bank interest receivable	- 7,749	2,933
		 -	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

TAXATION	-		
Analysis of the tax charge			
The tax charge on the profit for the year was as follows:			
•		2018	2017
Current tax:		£	£
UK corporation tax		154,096	132,686
Over provision in prior years		(900)	-
, , , , , , , , , , , , , , , , , , , ,			
Total current tax		153,196	132,686
Deferred tax:			
Origination and reversal of timing differences		(6,100)	(7,347)
Deferred tax relating to			
defined benefit pension scheme		1,710	<u>(1,520</u>)
Total deferred tax		(4,390)	(8,867)
Total deletted tax			(8,867)
Tax on profit		148,806	123,819
Reconciliation of total tax charge included in profit and loss			
The tax assessed for the year is lower than the standard rate of corporation	on tax in the UK. Th	ne difference is exp	lained below:
		2018	2017
		£	£
Profit before tax		876,406	1,281,248
Profit multiplied by the standard rate of corporation tax in the UK of 19%	(2017 -		
19%)		166,517	243,437
Effects of:			
Expenses not deductible for tax purposes		17,237	2,583
Income not taxable for tax purposes		(22,983)	(7,004)
Utilisation of tax losses		(11,313)	(127,187)
Adjustments to tax charge in respect of previous periods		(900)	2 202
Tax chargeable at (lower)/higher rates Non-qualifying depreciation charge		(2,297)	3,393
Non-qualitying depreciation charge		2,545	8,597
Total tax charge		148,806	123,819
Tax effects relating to effects of other comprehensive income			
		2018	
	Gross	Tax	Net
	£	£	£
Actuarial gain on pension scheme	172,000	(32,680)	139,320
Foreign exchange reserve movement	(30,665)	-	(30,665)
Premium on repurchase of own shares	(550,583)	-	<u>(550,583</u>)
			•
	(400 = 15)	/nn'	
	<u>(409,248)</u>	(32,680)	<u>(441,928</u>)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

7.	TAXATION - continued			
			2017	
		Gross	Tax	Net
		£	£	£
	Actuarial gain on pension scheme	654,000	(127,580)	526,420
	Foreign exchange reserve movement	174,551	-	174,551
	Premium on repurchase of own shares	(829,950)		(829,950)
		(1,399)	<u>(127,580)</u>	<u>(128,979</u>)

8. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Statement of Comprehensive Income of the parent company is not presented as part of these financial statements. The parent company's profit for the year was £681,273 (2017: £975,105).

9.	DIVIDENDS	2018	2017
	Oudings whose of C4 and	£	£
	Ordinary shares of £1 each Paid in year	124,530	124,530
10.	INTANGIBLE FIXED ASSETS		
	Group		
			Goodwill

	Goodwill £
COST	
At 1 October 2017	671,142
Exchange differences	(400)
At 30 September 2018	670,742
AMORTISATION	
At 1 October 2017	644,329
Amortisation for year	4,225
Exchange differences	44
At 30 September 2018	648,598
NET BOOK VALUE	
At 30 September 2018	22,144
At 30 September 2017	_26,813

Goodwill arising on acquisitions is amortised over a period of 10 years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

11. TANGIBLE FIXED ASSETS

Heritable property	Tools and equipment	Motor vehicles	Office furniture and equipment	Totals £
Ľ	Ľ	L	Ľ	Ľ
1 588 110	140 986	269 769	1 441 755	3,440,620
	•	•	•	145,370
_		•	-	(72,526)
-	(53)	1,892	4,051	5,890
1,588,110	146,243	285,336	1,499,665	3,519,354
286,129	123,947	160,103	1,072,253	1,642,432
35,938	6,434	59,929	82,123	184,424
•	-	(58,247)	-	(58,247)
	(33)	5,762	5,648	11,377
322,067	130,348	167,547	1,160,024	1,779,986
1,266,043	15,895	117,789	339,641	1,739,368
1,301,981	17,039	109,666	369,502	1,798,188
	1,588,110 1,588,110 1,588,110 286,129 35,938 322,067	property f f 1,588,110 140,986 5,310 - 5,310 - (53) 1,588,110 146,243 286,129 123,947 35,938 6,434 - (33) 322,067 130,348 1,266,043 15,895	property equipment vehicles £ £ £ 1,588,110 140,986 269,769 - 5,310 86,201 - (72,526) - (53) 1,892 1,588,110 146,243 285,336 286,129 123,947 160,103 35,938 6,434 59,929 - (58,247) - (33) 5,762 322,067 130,348 167,547 1,266,043 15,895 117,789	Heritable property Tools and equipment £ Motor £ furniture and equipment £ 1,588,110 140,986 269,769 1,441,755 - 5,310 86,201 53,859 - - (72,526) - - (53) 1,892 4,051 1,588,110 146,243 285,336 1,499,665 286,129 123,947 160,103 1,072,253 35,938 6,434 59,929 82,123 - - (58,247) - - (33) 5,762 5,648 322,067 130,348 167,547 1,160,024 1,266,043 15,895 117,789 339,641

12. FIXED ASSET INVESTMENTS

Company

	Shares in group undertakings £
COST	
At 1 October 2017	
and 30 September 2018	<u>771,799</u>
NET BOOK VALUE	
At 30 September 2018	771,799
At 30 September 2017	771,799

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

12. FIXED ASSET INVESTMENTS - continued

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

Subsidiaries

Barr + Wray Holdings Limited

Registered office: 1 Buccleuch Avenue. Hillington Park, Glasgow.

Nature of business: Intermediate holding company

% Class of shares: holding Ordinary shares 100.00

Barr + Wray Limited (sub-subsidiary)

Registered office: 1 Buccleuch Avenue. Hillington Park, Glasgow. Nature of business: Provision of water engineering services

Class of shares: holding Ordinary shares 100.00

Barr + Wray FZE (sub-subsidiary)

Registered office: Office No. 401, Le Solarium, Dubai Silicon Oasis, Dubai, U.A.E.

Nature of business: Provision of water engineering services

Class of shares: holding Ordinary shares 100.00

Barr + Wray FZE is a company incorporated in the United Arab Emirates.

Barr & Wray (H.K.) Limited (sub-subsidiary)

Registered office: Units 1603-4, 16th Floor, Causeway Bay Plaza I, No. 489 Hennessy Road, Hong Kong.

Nature of business: Provision of water engineering services

Class of shares: holding Ordinary shares 100.00

Barr & Wray (H.K.) Limited is a company incorporated in Hong Kong.

All subsidiaries are included in the consolidated financial statements and have an accounting reference date of 30 September.

13. STOCKS

	Grou	Group		
	2018	2017		
	£	£		
Raw materials	53,628	43,982		
Work-in-progress	587,582	311,907		
	641,210	355,889		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Gr	Group		
	2018	2017 £		
	£			
Trade debtors	1,294,572	2,376,210		
Amounts recoverable on contracts	4,333,487	3,315,498		
Other debtors	196,011	225,924		
Prepayments and accrued income	100,123	70,508		
·	5,924,193	5,988,140		

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

•	Group		Comp	any
	2018	2017	2018	2017
	£	· £	£	£
Payments on account	1,684,631	1,276,123	-	-
Trade creditors	1,860,195	1,765,387	-	• -
Amounts owed to group undertakings	-	•	571,799	571,799
Tax	99,097	52,687	-	-
Social security and other taxes	82,788	84,655	-	-
VAT	125,268	158,732	-	-
Other creditors	24,344	47,016	=	-
Accruals and deferred income	1,234,885	1,116,197	. -	•
Contract accruals	4,372,771	3,119,346	· <u>-</u>	
	9,483,979	7,620,143	571,799	571,799

16. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

	(AOII-Cancella)	Non-cancenable operating	
•	lea:	leases	
	2018	2017	
	£	£	
Within one year	205,552	204,164	
Between one and five years	195,478	208,151	
	401,030	412,315	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

17. PROVISIONS FOR LIABILITIES

				oup
			2018	2017
Dafawa dika			£	£
Deferred tax Accelerated cap	nital allowances		83,040	89,140
Other timing di			94,050	59,660
other thing th	nerences			
			177,090	148,800
				
Other provisions				
Deferred govern	nment grants	·	-	83,487
Aggregate amour	nts		<u>177,090</u>	232,287
Group				
			Deferred	Government
			tax	Grants
	•		£.	£
Balance at 1 Octo			148,800	83,487
	Statement during year		(4,390)	(83,487)
Defined benefit p	ension scheme		32,680	
Balance at 30 Sep	otember 2018		177,090	_
CALLED UP SHAR	E CAPITAL			
Allotted, issued a	and fully paid:			
Number:	Class:	Nominal	2018	2017
	C1033.	value:	£	£
65,000	Ordinary	£1	65,000	71,160

PURCHASE OF SHARES

18.

The Group purchased, in aggregate, 6,160 of its £1 Ordinary shares in March 2018 for a consideration of £556,743. At the time of the purchase this represented 8.7% of the called up share capital.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

19. RESERVES

Group				
		Capital		
	Retained	redemption	Other	
	earnings	reserve	reserves	Totals
	£	£	. £	£
At 1 October 2017	3,478,726	128,840	(3,740)	3,603,826
Profit for the year	727,600	=	-	727,600
Dividends	(124,530)	-	-	(124,530)
Purchase of own shares	(556,743)	6,160	-	(550,583)
Exchange rate differences	-	-	(30,665)	(30,665)
Actuarial gains on pension scheme	172,000	-	-	172,000
Related movement in deferred tax	(32,680)		-	<u>(32,680</u>)
At 30 September 2018	3,664,373	135,000	(34,405)	3,764,968
Company				
			Capital	
		Retained	redemption	
		earnings £	reserve £	Totals £
At 1 October 2017		-	128,840	128,840
Profit for the year		681,273	-	681,273
Dividends		(124,530)	-	(124,530)
Purchase of own shares		(556,743)	6,160	(550,583)
At 30 September 2018		-	135.000	135,000

20. EMPLOYEE BENEFIT OBLIGATIONS

The Group operates a pension scheme for certain employees providing benefits based on final pensionable pay. The scheme closed to further accrual in September 2006. The scheme is a funded scheme.

The amounts recognised in the balance sheet are as follows:

	Defined benefit pension plans		
	2018 £	2017 £	
Present value of funded obligations	(9,295,000)	(9,202,000)	
Fair value of plan assets	9,790,000	9,516,000	
Present value of unfunded obligations	495,000 	314,000	
Surplus	495,000	314,000	
Net asset	495,000	314,000	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

20. EMPLOYEE BENEFIT OBLIGATIONS - continued

The amounts recognised in profit or loss are as follows:

The amounts recognised in profit of loss are as follows.		
		l benefit n plans 2017
	£	£
Current service cost	•	-
Net interest from net defined benefit asset/liability	(9,000)	· 8,000
Past service cost	<u> </u>	<u>-</u>
	(9,000)	8,000
Actual return on plan assets	583,000	533,000
Changes in the present value of the defined benefit obligation are as follows:		
	Defined benefit	
	pensio	n plans
	2018	2017
	£	£
Opening defined benefit obligation	9,202,000	9,699,000
Interest cost Actuarial losses/(gains)	244,000 158,000	228,000 (341,000)
Benefits paid	(309,000)	(341,000)
Deficits paid	(303,000)	
	9,295,000	9,202,000
Changes in the fair value of scheme assets are as follows:		
	Defined benefit	
	pension 2018	n pians 2017
	2018 £	2017 £
Opening fair value of scheme assets	9,516,000	9,367,000
Interest income	253,000	220,000
Return on scheme assets	330,000	313,000
Benefits paid	(309,000)	(384,000)
	9,790,000	9,516,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

20. EMPLOYEE BENEFIT OBLIGATIONS - continued

The amounts recognised in other comprehensive income are as follows:

	Defined benefit pension plans	
	2018 £	2017 £
Actuarial gains Movement on deferred tax relating to pension	172,000 (32,680)	654,000 (127,580)
	139,320	526,420

The major categories of scheme assets as amounts of total scheme assets are as follows:

	pension	pension plans	
	2018	2017	
	£	£	
Equities	3,682,000	3,520,000	
Bonds	2,929,000	2,902,000	
Cash	3,179,000	3,094,000	
	9,790,000	9,516,000	

Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

	2018	2017
Discount rate	2.70%	2.70%
Rate of increase in deferred pensions	2.10%	2.10%
Rate of increase in pensions in payment	3.10%	3.10%

21. RELATED PARTY DISCLOSURES

The Group has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Transactions between group entities which have been eliminated on consolidation are not disclosed within the financial statements.

No other transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

22. ULTIMATE CONTROLLING PARTY

A A MacDonald is regarded as being the ultimate controlling party by virtue of his majority shareholding in the Company.

Defined benefit

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 30 SEPTEMBER 2018

		•	
23.	RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS		
		2018	2017
		£	£
	Profit before taxation .	876,406	1,281,248
	Depreciation charges	184,424	227,708
	Profit on disposal of fixed assets	(13,518)	(34,454)
	Amortisation of goodwill	4,225	4,469
	Government grants	(83,487)	(1,988)
	Finance costs	-	8,000
	Finance income	<u>(16,749)</u>	(2,933)
		951,301	1,482,050
	(Increase)/decrease in stocks	(285,321)	54,492
	Decrease/(increase) in trade and other debtors	63,948	(540,663)
	Increase/(decrease) in trade and other creditors	1,817,425	(659,081)
	Cash generated from operations	2,547,353	336,798

24. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 30 September 2018		
	30/9/18	1/10/17
	£	£
Cash and cash equivalents	4,669,122	3,044,386
Year ended 30 September 2017	•	
• •	30/9/17	1/10/16
	. £	£
Cash and cash equivalents	3 044 386	3 639 325