

## **Crawford Scientific Holdings Limited**

Annual Report and Financial Statements

For the Year Ended

31 December 2022

Company Number SC479923

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## **Crawford Scientific Holdings Limited**

### **Company Information**

<b>Directors</b>	A Taylor C R Collins M J Hopkinson
<b>Registered number</b>	SC479923
<b>Registered office</b>	Rosewell House 2a (1f) Harvest Drive Newbridge Midlothian EH28 8QJ Scotland

# **Crawford Scientific Holdings Limited**

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# Crawford Scientific Holdings Limited

## Directors' Report for the year ended 31 December 2022

The Directors present their report and financial statements of Crawford Scientific Holdings Limited ("the Company") for the year ended 31 December 2022. The Company had an extended prior accounting period from 30 September 2020 to 31 December 2021 to align the year end with that of the Element Group. The current year and comparative amounts are therefore not comparable due to the extended prior period.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies. The Directors have taken advantage of section 414B whereby the Company is exempt from preparing a strategic report.

### Principal activity

The principal activity of the company in the period was that of an intermediary holding company.

### Results and dividends

The loss for the period, after taxation, amounted to £987,062 (15 months to 31 December 2021: loss of £1,456,729).

The Directors do not recommend payment of a dividend (2021: £nil).

### Directors

The directors who served during the period were:

A Taylor	
C R Collins	
M J Hopkinson	
A B Porter	(Resigned 28 July 2022)
S Fletcher	(Resigned 21 October 2022)

### Political contributions

The Company made no political donations and incurred no political expenditure during the year (2021: £nil).

### Principal risks and uncertainties

While risk cannot be eliminated altogether, actions are taken to mitigate risk wherever possible. As a matter of policy, the Company does not enter into speculative activities. The material business and operational risks that the Directors consider the Company to be exposed to are:

Risk	Mitigating factor
Cash flow, credit and liquidity risk	In order to ensure that sufficient funds are available to fund ongoing operations and future developments, management regularly reviews cash flow forecasts and financing arrangements of the business to ensure that there is sufficient funding in place.

# Crawford Scientific Holdings Limited

## Directors' Report for the year ended 31 December 2022 (continued)

### Principal risks and uncertainties (continued)

Risk	Mitigating factor
Operational performance of the companies from which balances are recoverable	Management regularly reviews the cash flow forecasts and operational performance of the companies in which the receivables are held to ensure that no recoverability issues or indicators of impairment are present. Management accounts for any recoverability issues or impairment identified appropriately where or if applicable.

In accordance with its risk management guidelines the Company raises awareness of business risks at all operational management levels and encourages all management teams to assess and minimise risk. The Company's intermediate holding company, EM Topco Limited, ensures that appropriate insurance cover is in place for the Company and its subsidiaries in respect of customarily insured liabilities and claims. The risks are monitored by the Directors on a continual basis.

### Going concern

The Company's business activities, together with factors likely to affect its future development, performance and position are considered by the Directors on an annual basis.

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the intermediate holding company, EM Topco Limited ("Element"). The Directors have received confirmation that Element will support the company as necessary, and has the ability to do so, until the end of the period considered by the Directors in their going concern assessment, being the period from the date of approval of the Annual report and Financial Statements until 31 December 2024.

This financial support is required as the Company is a participant in the Element Group cash pooling arrangement and therefore as a result, ultimately relies on the liquidity of the Group. The Group (the "Group") being the whole group of companies, headed by EM Topco Limited.

The Directors have, at the time of approving the financial statements, a reasonable expectation that the Group and the Company have adequate resources for the Company to continue to adopt the going concern basis of accounting in preparing these financial statements. Further detail is contained in the statement on going concern within note 2.3 to the financial statements.

### Events after the reporting date

Between the end of the financial year and the date of this report, no item, transaction or event of a material nature has occurred, in the opinion of the Directors of the Company, that is likely to significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

### Future developments

The Directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

## **Crawford Scientific Holdings Limited**

### **Directors' Report for the year ended 31 December 2022 (continued)**

#### **Exemption from Audit under S479 of the Companies Act 2006**

A guarantee has been given under S479C by the Company's parent company. As such the Company is exempt from audit.

#### **Directors' insurance and indemnities**

As permitted by the Companies Act 2006, the Group purchases and maintains Directors' and Officers' insurance cover against certain legal liabilities and costs incurred by the Directors and Officers of the companies within the Group, in the performance of their duties. The Company has also granted an indemnity to each of its Directors in relation to the Directors' exercise of their powers, duties and responsibilities as Directors of the Company, the terms of which are in the Companies Act 2006.

Approved by the Board and signed on its behalf by:



**Claire Collins**

Director

Date: 22 December 2023

## **Crawford Scientific Holdings Limited**

### **Directors' Responsibilities Statement for the year ended 31 December 2022**

The directors are responsible for preparing 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 of the profit or loss of the company for that year.

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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Crawford Scientific Holdings Limited

## Statement of Profit or Loss for the year ended 31 December 2022

	Note	Year to 31 Dec 2022 £	15 months to 31 Dec 2021 £
Administrative expenses		(988,169)	(1,457,380)
<b>Operating loss</b>	4	<b>(988,169)</b>	<b>(1,457,380)</b>
Income from shares in group undertakings		-	-
<b>Loss before taxation</b>		<b>(988,169)</b>	<b>(1,457,380)</b>
Tax credit on loss	8	1,107	651
<b>Loss for the financial period</b>		<b><u>(987,062)</u></b>	<b><u>(1,456,729)</u></b>

All results are generated from continuing operations.

There is no Statement of other comprehensive income as all income and expenses for the current period are included in the Statement of profit or loss above.

The accompanying notes are an integral part of these financial statements.



# Crawford Scientific Holdings Limited

## Statement of Financial Position as at 31 December 2022

	Note	31 Dec 2022 £	31 Dec 2022 £	31 Dec 2021 £	31 Dec 2021 £
<b>Fixed assets</b>					
Tangible assets	9		-		5,494
Investments	10		12,169,476		12,169,476
			<u>12,169,476</u>		<u>12,174,970</u>
<b>Current assets</b>					
Debtors: amounts falling due within one year	11	1,007,338		964,868	
		<u>1,007,338</u>		<u>964,868</u>	
<b>Current liabilities</b>					
Creditors: amounts falling due within one year	12	(11,751,686)		(10,727,648)	
			<u>(10,744,348)</u>		<u>(9,762,780)</u>
<b>Net current liabilities</b>					
			<u>1,425,128</u>		<u>2,412,190</u>
<b>Net assets</b>					
<b>Capital and reserves</b>					
Called up share capital	14		433,319		433,319
Share premium account	15		1,689,398		1,689,398
Capital redemption reserve	15		16,000		16,000
Profit and loss account	15		(713,589)		273,473
<b>Total equity</b>			<u>1,425,128</u>		<u>2,412,190</u>

The accompanying notes are an integral part of these financial statements.

The Directors are satisfied that the company is entitled to exemption from the requirement to obtain an audit under section 479A of the Companies Act 2006. The members have not required the Company to obtain an audit in accordance with section 476 of the Act. The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

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



**Director: Claire Collins**

Date: 22 December 2023

Company registration number: SC479923

## Crawford Scientific Holdings Limited

### Statement of Changes in Equity for the year ended 31 December 2022

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2022	433,319	1,689,398	16,000	273,473	2,412,190
<b>Comprehensive loss for the period</b>					
Loss for the period	-	-	-	(987,062)	(987,062)
<b>Total comprehensive loss for the period</b>	-	-	-	(987,062)	(987,062)
Dividends: Equity capital	-	-	-	-	-
<b>At 31 December 2022</b>	<b>433,319</b>	<b>1,689,398</b>	<b>16,000</b>	<b>(713,589)</b>	<b>1,425,128</b>

### Statement of Changes in Equity for the 15 months ended 31 December 2021

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 October 2020	433,319	1,689,398	16,000	1,730,202	3,868,919
<b>Comprehensive income for the year</b>					
Loss for the 15-month period	-	-	-	(1,456,729)	(1,456,729)
<b>Total comprehensive income for the year</b>	-	-	-	273,473	2,412,190
<b>At 31 December 2021</b>	<b>433,319</b>	<b>1,689,398</b>	<b>16,000</b>	<b>273,473</b>	<b>2,412,190</b>

The accompanying notes are an integral part of these financial statements.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022

### 1. General information

Crawford Scientific Holdings Limited ("the Company") is a private company limited by shares incorporated in Scotland under the Companies Act. The address of the registered office of the Company is Rosewell House, 2a (1f) Harvest Drive, Newbridge, Midlothian, Scotland, EH28 8QJ.

The principal activity of the company in the period was that of an intermediary holding company.

### 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.

As permitted by Section 400 of the Companies Act 2006, consolidated accounts have not been prepared as the Company is a wholly owned subsidiary of LCP Bidco Limited. The parent company of the smallest group of which the Company is a member and for which group financial statements are prepared is Element Materials Technology Limited. The group financial statements are available to the public and can be obtained as set out in note 19.

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

The presentational and functional currency of these financial statements is GBP. Values are rounded to the nearest pound.

The following principal accounting policies have been applied:

#### 2.2 Financial reporting standard 102 - reduced disclosure exemption

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Element Materials Technology Limited as at 31 December 2021 and these financial statements may be obtained from Companies House.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 2. Accounting policies (continued)

#### 2.3 Going concern

In line with the Financial Reporting Council's guidance on going concern issued in April 2016 and the requirements of the Companies Act 2006, the Directors have undertaken an exercise to review the appropriateness of the continued use of the going concern basis. The financial statements of the Company have been prepared on a going concern basis, as the Directors have concluded that the going concern basis continues to be appropriate.

The Company has, as at 31 December 2022, net assets of £1,425,128 (2021: £2,412,190). The Company has no external loans or borrowings or complex financial instruments as at 31 December 2021. The Company generated a loss after tax of £987,062 in the year ended 31 December 2022 (fifteen months ended 31 December 2021: £1,456,729).

The Company's future viability is ultimately dependent on the performance of the wider trading group owned by the Company's intermediate holding company, EM Topco Limited ("Element"), and group management's decisions on the flow of capital.

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the intermediate parent company, EM Topco Limited ("Element"). The Directors have received confirmation that Element will support the company as necessary, and has the ability to do so, until the end of the period considered by the Directors in their going concern assessment, being the period from the date of approval of the Annual Report and Financial Statements until 31 December 2024. The Directors have ascertained that Element has the ability to provide this support through discussions with Element directors and review of available information.

This financial support is required as the Company is a participant in the Element Group cash pooling arrangement and therefore as a result, ultimately relies on the liquidity of the Group.

The going concern assessment, which has been performed for the period up to 31 December 2024, takes into account the Group's cash flow and available undrawn banking facilities. The analysis concluded that even after the downside scenarios modelled, the Group would have sufficient funds to trade and settle its liabilities as they fall due.

The Directors believe that the Group is well placed to manage its business risks successfully, despite the current uncertain economic outlook. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group would be able to operate within the level of its current committed facilities. As part of a regular assessment of the Group's working capital and financing position, the Directors have prepared a detailed bottom-up trading budget and cash flow forecast for the period through 31 December 2024.

The Directors have chosen the period to 31 December 2024 to assess the going concern because this is the end of the date of the period used for the going concern assessment of the Group headed by EM Topco Limited, the intermediate parent, upon whose continued financial support the Company relies. In considering the going concern status, the Directors have considered the principal risks and uncertainties discussed in the strategic report and assessed the impact.

In assessing the going concern status, the Directors have considered:

- Global economic downturn impacting underlying end-markets
- Susceptibility to inflation and interest rate movements
- The status of the Group's existing and future credit arrangements
- Technological disruption due to simulation and software potentially reducing traditional testing and/or outsourcing of testing activities
- Difficulties in recruiting/retaining technical talent to support organic growth, and
- Overall margin pressure due to significant cost inflation, delivery of NTS synergies and the availability of mitigating actions including price increases and managing capital expenditure

# **Crawford Scientific Holdings Limited**

## **Notes to the Financial Statements for the year ended 31 December 2022 (continued)**

### **2. Accounting policies (continued)**

#### **2.3 Going concern (continued)**

The Directors have considered the potential impacts of the conflict in Ukraine on our business, assessing possible supply chain disruptions and evaluating risks to future earnings. At this stage we do not anticipate a material impact to the Group's performance. However, if the Group is impacted, we are confident that mitigating actions and cost management plans within management's control could be implemented to alleviate risk.

The going concern assessment takes into account the Group's cash flow and available undrawn credit facilities. Based on the going concern assessment performed over the period to 31 December 2024, the Directors have a reasonable expectation that the Group will continue in operation, settle its liabilities as they fall due, and remain compliant with banking facilities and have adequate liquidity to trade.

Sensitivity analyses have been performed on the forecasts to consider the impact of severe, but plausible, reasonable worst-case scenarios on the headroom on cash and available credit facilities. These scenarios, which sensitized the forecasts for specific identified risks, modelled the reduction in anticipated levels of underlying EBITDA and the associated increase in net debt. This scenario is the sustained decline in Group performance due to a variety of macroeconomic issues including, but not limited to, cost inflation and is modelled on an 16% reduction in EBITDA in 2023 and 2024.

Throughout this downside scenario, the Group continues to have significant liquidity headroom on its new debt commitments and existing facilities and against the revolving credit facility covenants.

Further considerations were made to the financial and operational impact of plausible downside scenarios occurring individually or in combination. These included the impacts of a further deterioration in the macro-economic environment, underperformance in executing the Group's strategy, failure to deliver operational improvements. Consideration was also given to the plausibility of the occurrence of other individual events that could have a material impact on the Group's going concern status.

As a result of the Group wide going concern assessment described above and the confirmation received that Element will support the Company as necessary and has the ability to do so, to 31 December 2024, the Directors are satisfied that the Company has access to adequate resources to continue in operational existence for the foreseeable future and will be able to meet its liabilities as they fall due during the period from the date of the approval of these financial statements to 31 December 2024.

Therefore, the financial statements of the Company have been prepared on a going concern basis.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 2. Accounting policies (continued)

#### 2.4 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, using the straight-line method.

Depreciation is provided on the following basis:

Computer equipment	- 1 to 3 years
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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.

#### 2.5 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

#### 2.6 Debtors

Amounts due from group undertaking and other debtors are initially 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.

#### 2.7 Financial instruments

The company 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 non-puttable 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 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 financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

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 statement of income and retained earnings.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 2. Accounting policies (continued)

#### 2.7 Financial Instruments

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the balance sheet 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.

#### 2.8 Creditors

Amounts due to group undertaking and other 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.

#### 2.9 Pensions

##### Defined contribution pension plan

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company 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 Balance Sheet. The assets of the plan are held separately from the company in independently administered funds.

#### 2.10 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

#### 2.11 Current and deferred taxation

Tax is recognised in the statement of comprehensive income, 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 balance sheet date in the countries where the company generates income.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 3. Critical accounting estimates and judgements

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

The following are the critical judgements that the Directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements

#### *Impairment of investments in subsidiaries*

Critical judgement is applied when determining whether there are indicators of impairment in relation to investments in subsidiaries. In making this judgement the directors have considered internal and external factors impacting the investments market and whether the investments carrying amount is higher than the carrying value of the investment

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future periods if the revision affects both current and future periods. The directors consider that there are no significant estimates in the preparation of these financial statements.

### 4. Operating loss

The operating loss is stated after charging:

	Year to 31 Dec 2022 £	15 months to 31 Dec 2021 £
Depreciation of tangible fixed assets	2,982	4,694
Defined contribution pension cost	<u>64,551</u>	<u>105,203</u>

### 5. Auditor's remuneration

As a guarantee has been given under S479C by the Company's parent company, the Company is exempt from audit for the year ended 31 December 2022 and as such incurred no audit fees (fifteen months ended 31 December 2021: £nil.)

There were no non-audit services provided to the Company during the year (fifteen months ended 31 December 2021: none).



# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 6. Employees

The average monthly number of employees, including the directors, during the year was 7 (fifteen months ended 31 December 2021 - 8).

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

	Year to 31 Dec 2022 £	15 months to 31 Dec 2021 £
Wages and salaries	773,906	994,844
Social security costs	107,801	126,790
Cost of defined contribution scheme	64,551	105,203
	<u>946,258</u>	<u>1,226,837</u>

### 7. Directors' remuneration

The 5 directors who served during the year (fifteen months ended 31 December 2021: 7) are also directors of a number of other group companies and do not consider it possible to identify the proportion of their remuneration relating to their roles as Directors of this company.

- The remuneration of 2 of these are included in the disclosure in the Element Materials Technology Holdings UK Limited financial statements.
- In fifteen months ended 31 December 2021, one did not receive any remuneration for their services as a director.
- The remuneration of 3 (fifteen months ended 31 December 2021: 4) of these was £404,741, which was paid through the financial statements (fifteen months ended 31 December 2021: £735,134) and a further £204,558 through the financial statements of Element Materials Technology Shared Services Limited (fifteen months ended 31 December 2021: £nil).

The amounts paid to the highest paid director during the year was £205,784 (fifteen months ended 31 December 2021: £243,337) plus £16,068 contributions to defined contribution pension scheme (fifteen months ended 31 December 2021: £24,375) through these financial statements.

During the year ended 31 December 2022 retirement benefits were accruing to 3 directors (fifteen months ended 31 December 2021: 4) in respect of defined contribution pension schemes. Amounts paid to (or accrued in respect of) defined contribution pension for directors were £34,611 (fifteen months ended 31 December 2021: £57,955) through these financial statements and £16,218 (fifteen months ended 31 December 2021: £nil) through the financial statements of Element Material Technology Shared Services Limited.

There were no other short-term employee benefits in the year (fifteen months ended 31 December 2021: nil) and there were no retirement benefits accruing to Directors under defined benefit pension schemes as at 31 December 2022 (2021: nil).

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 8. Taxation

	Year to 31 Dec 2022 £	15 months to 31 Dec 2021 £
<b>Deferred tax</b>		
Origination and reversal of timing differences	(886)	(667)
Changes to tax rates	(280)	16
Adjustment to prior period	59	-
<b>Total deferred tax</b>	<u>(1,107)</u>	<u>(651)</u>
<b>Tax credit on loss on ordinary activities</b>	<u>(1,107)</u>	<u>(651)</u>

### Factors affecting tax charge for the year

The tax assessed for the year is higher than (2021 - higher than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	Year to 31 Dec 2022 £	15 months to 31 Dec 2021 £
Loss on ordinary activities before tax	<u>(988,169)</u>	<u>(1,457,380)</u>
Expected tax (credit)/charge based on a corporation tax rate of 19% (2021 - 19%)	(187,752)	(276,902)
<b>Effects of:</b>		
Non-deductible items	257	7,079
Deferred tax rate change	(280)	16
Deferred tax prior period adjustment	59	-
Group relief	186,609	269,156
<b>Total tax (credit)/charge for the year/period</b>	<u>(1,107)</u>	<u>(651)</u>

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 9. Tangible fixed assets

	Computer equipment £
<b>Cost or valuation</b>	
At 1 January 2022	11,930
Disposals	(11,930)
At 31 December 2022	-
<b>Depreciation</b>	
At 1 January 2022	6,436
Charge for the period	2,982
Disposals	(9,418)
At 31 December 2022	-
<b>Net book value</b>	
At 31 December 2022	-
At 31 December 2021	5,494

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 10. Fixed asset investments

	Investments in subsidiary companies £
<b>Cost</b>	
At 1 January 2022 and 31 December 2022	12,169,476
<b>Net book value</b>	
At 31 December 2022 and 31 December 2021	<u>12,169,476</u>

At 31 December 2022, the Directors of the Company consider there to be no indicators of impairment in relation to the investments held.

### Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Class of shares	Holding	Principal activity	Registered office and country of incorporation
Element Materials Technology Laboratory Solutions UK Limited	Ordinary	100%	Supply of scientific products and technical support services including contract analytical services and consultancy	Rosewell House, 2a (1f) Harvest Drive, Newbridge, Midlothian, EH28 8JQ, Scotland.
Element Materials Technology Analytical Services Limited	Ordinary	100%	Provision of analytical laboratory services	3 <sup>rd</sup> Floor, Davidson Building, 5 Southampton Street, London, WC2E 7HA, England.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 11. Debtors: amounts falling due within one year

	31 Dec 2022 £	31 Dec 2021 £
Amounts owed by group undertakings	1,005,494	964,131
Other debtors	-	-
Deferred tax (note 12)	1,844	737
	<u>1,007,338</u>	<u>964,868</u>

No receivables fall due after more than one year. Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

### 12. Creditors: amounts falling due within one year

	31 Dec 2022 £	31 Dec 2021 £
Amounts owed to group undertakings	11,751,686	10,675,964
Other taxation and social security	-	25,449
Other creditors	-	26,235
	<u>11,751,686</u>	<u>10,727,648</u>

Amounts owed to group undertakings falling due within one year are loans from group companies that are interest free and repayable on demand.

### 13. Deferred taxation

	£
At 1 January 2022	737
Credited to profit or loss	1,107
<b>At 31 December 2022</b>	<u><u>1,844</u></u>

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 13. Deferred taxation (continued)

The deferred tax asset is made up as follows:

	31 Dec 2022 £	31 Dec 2021 £
Accelerated capital allowances	1,710	603
Short term timing differences	134	134
	<u>1,844</u>	<u>737</u>

### 14. Share capital

	31 Dec 2022 £	31 Dec 2021 £
<b>Authorised, allotted, called up and fully paid</b>		
433,318,521- ordinary shares of £0.001 each	<u>433,319</u>	<u>433,319</u>

### 15. Reserves

The company's capital and reserves are as follows:

#### Called up share capital

Called up share capital represents the nominal value of the shares issued.

#### Share premium account

Share premium is the amount by which the fair value of the consideration received exceeds the nominal value of shares issued.

#### Capital redemption reserve

The capital redemption reserve is used to maintain the level of permanent capital where the company has bought back and cancelled its own shares.

#### Profit and loss account

The profit and loss account reserve comprises accumulated trading profits and losses.

# Crawford Scientific Holdings Limited

## Notes to the Financial Statements for the year ended 31 December 2022 (continued)

### 16. Employee benefit plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in the statement of profit or loss as incurred. The Company made £64,551 contribution to defined contribution plans in the 12 months to 31 December 2022 (fifteen months ended 31 December 2021: £105,203). At both period ends there were no contributions payable over to the scheme.

### 17. Related party transactions

The company has taken advantage of the exemption as a subsidiary undertaking from disclosing transactions between wholly owned subsidiaries within the group, as allowed under FRS 102 section 33, 'Related Party Transactions'.

During the year, fees of £nil (fifteen months ended 31 December 2021: £40,000) were paid to a director of the company. There is £nil owed at 31 December 2022 (2021: £nil). These fees represent consultancy costs paid in order to retain the services of a director to perform a handover of responsibilities prior to retirement.

### 18. Events after the reporting date

Between the end of the financial year and the date of this report, no item, transaction or event of a material nature has occurred, in the opinion of the Directors of the Company, that is likely to significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

### 19. Controlling party

On 6th July 2022, the Company's ultimate parent undertaking changed to Temasek Holdings (Private) Limited, a company incorporated in Singapore. The immediate parent undertaking is LCP Bidco Limited, a company incorporated in England & Wales.

The parent company of the smallest group of which the Company is a member, and for which group financial statements are prepared, is EM Midco2 Limited, a company incorporated in England and Wales.

The parent undertaking of the largest Group of which the Company is a member and for which group financial statements are prepared is Temasek Holdings (Private) Limited, a company incorporated in Singapore.

Copies of the 31 December 2022 Group financial statements of EM Midco2 Limited are available from Companies House, Crown Way, Cardiff, CF14 3UZ, United Kingdom. EM Midco2 Limited's registered office is 3rd Floor Davidson Building, 5 Southampton Street, London, United Kingdom, WC2E 7HA.

Copies of the 31 March 2023 Group financial statements of Temasek Holdings (Private) Limited are available from [www.temasekreview.com.sg/group-financials/](http://www.temasekreview.com.sg/group-financials/)