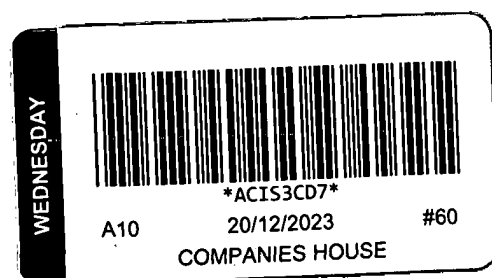


**Company Registration No. 00103287**

**A&P Falmouth Limited**

**Annual Report and Financial Statements  
for the year ended 31 March 2023**



# **A&P Falmouth Limited**

## **Annual report and financial statements for the year ended 31 March 2023**

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# **A&P Falmouth Limited**

## **Annual report and financial statements for the year ended 31 March 2023**

### **Officers and professional advisers**

#### **Directors**

D T McGinley  
G T Littledyke

#### **Registered Office**

c/o A&P Tyne Limited  
Wagonway Road  
Hebburn  
Tyne & Wear  
NE31 1SP  
United Kingdom

#### **Auditor**

RSM UK Audit LLP  
Statutory Auditor  
1 St James' Gate  
Newcastle upon Tyne  
NE1 4AD

# A&P Falmouth Limited

## Strategic report

### Principal activities and business review

The company's principal activities are ship building, ship repair and marine engineering. The company operates facilities out of the port of Falmouth in the south-west of England.

The results for the year are set out on page 15.

Turnover in the year amounted to £57,083,000 (2022: £55,333,000), resulting in a profit before tax of £4,238,000 (2022: £3,959,000). The net asset position at the year end was £19,034,000 (2022: £21,955,000) representing an increase in retained profit of £3,432,000 together with an actuarial loss arising from the remeasurement of the legacy defined pension scheme valuation of £6,353,000 net of tax. Turnover is higher than prior year with growth generated in the commercial ship repair sector with military refit revenue marginally lower than prior year. Profit before tax is approximately 7% higher than the prior year. The directors consider the result to be pleasing and in line with expectations.

During the current financial year the company undertook the refit of Royal Fleet Auxiliary (RFA) vessel RFA Lyme Bay commencing in July 2022, together with major works to HMS Scott. Commercial revenues were higher than prior year due, reflecting a good mix of regular and new customers.

Gross margins were slightly improved, due, primarily, to the increase in commercial work seen in the year.

Turnover in 2023/24 is expected to be lower than that reported in 2022/23 due to the absence of a major military refit from the MoD programme. It is testament to the long-term commercial contracts that the business has that enables it to balance Ministry of Defence (MoD) and commercial work at the site, that the business has remained profitable during this period.

The company is determined to take advantage of its location which is well placed to secure work as part of the supply chain for, and to provide support services to, the emerging renewable energy sector and also into the oil and gas industry. The board are paying close attention to the initiatives in these areas.

### Key performance indicators

The company measures KPIs on a monthly basis, as part of its internal control processes. They are considered under the following four headings:

- safety, quality and the environment;
- people, productivity and facilities;
- customers and markets; and
- financial performance.

The financial KPIs relevant to the company are as follow:

	2023	2022
Turnover (£'000s)	57,083	55,333
Gross profit margin as a percentage of turnover	12.7%	11.7%
Pre-tax profit margin as a percentage of turnover	7.4%	7.2%

Given the size, structure and nature of the business, the company's directors are of the opinion that additional disclosures regarding the use of non-financial KPIs is not necessary for an understanding of the development, performance or position of the company.

# A&P Falmouth Limited

## Strategic report (continued)

### Section 172 statement

Section 172 ('S172') of the Companies Act 2006 requires a director of a company to act in the way he or she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing this, with respect to A&P Falmouth Limited, S172 requires a director to have regard, among other matters, to the:

- likely consequences of any decisions in the long term;
- interests of the Company's employees;
- need to foster the Company's business relationships with suppliers, customers and other stakeholders;
- impact of the Company's operations on the community and environment;
- desirability of the Company maintaining a reputation for high standards of business conduct; and
- need to act fairly as between members of the Company.

In discharging its S172 duties, the Board of A&P Group ("the Group") has had regard to the factors set out above in respect of its subsidiaries, although at times some factors may have been given greater weighting than others.

Appropriate regard was also given to other factors considered relevant to the decision being made, for example our relationship with regulators, industry bodies and other business relationships. We acknowledge that every decision the Board has made will not necessarily result in a positive outcome for all of our stakeholders and the Board frequently has to make difficult decisions based on competing priorities. However, by giving consideration to key stakeholder groups and aligning our activities with our strategic plan, as well as the Group's culture and values, we aim to balance those different perspectives in the best interests of the Group over the long term.

We identify our key stakeholders as employees, defined benefit pension schemes, customers, suppliers, communities, the environment, government and shareholders.

The Board considers information from across the organisation to help it understand the impact of the Group's operations, and the interests and views of our key stakeholders. It also reviews strategy, financial and operational performance, as well as information covering areas such as key risks, and legal and regulatory compliance.

We consider the principal decisions to be those decisions taken by the Board directly, which should not be delegated to either management or a committee of the Board, and which may have a potentially material impact on the Group's strategy, a stakeholder group or the long-term value creation of the Group. We have grouped the Board's principal decisions into the following categories:

- financial results (the full and half year results);
- capital allocation (the approval of the annual budget and dividend policy);
- tax strategy;
- material supplier contracts;
- strategy review (the review of the Group's five year business plan); and
- Group statements (the approval of the Group's modern slavery statement and gender pay report).

Details of the Group's key stakeholders and how we engage with them are set out below.

### *Employees*

Our employees are key to our success and we want them to be safe, well trained and successful, individually and as a team. We engage with our employees in a number of ways, including face-to-face briefings, newsletters, social media and through engagement with unions.

Key areas of focus include health and well-being, development opportunities, job security, pay and benefits.

Examples of ways in which the Group has responded to the expectations of employees include our response to Covid-19, with the emphasis on safe working practices, having continuous improvement of health and safety practices at the core of everything we do, publication of gender pay reports and development opportunities such as apprenticeship programmes.

# **A&P Falmouth Limited**

## **Strategic report (continued)**

### **Section 172 statement (continued)**

#### *Defined benefit pension schemes*

The Group and Company is party to the A&P Group defined benefit pension scheme. We take seriously our commitment to this pension scheme, which serves to provide benefits for current and former employees of the Group. We engage with the pension scheme on a regular basis through trustee meetings twice a year and by way of update meetings to discuss matters arising between trustee meetings. Key areas of focus include the funding of the pension schemes and the covenant strength of the companies that provide this funding.

The Group continues to fulfil its funding commitments and, through focusing on the growth and financial strength of the business, continues to maintain and build its covenant strength.

#### *Customers and suppliers*

We aim to deliver a high level of service to our customers. We build strong lasting relationships and spend time with them to understand their needs and listen to how we can improve our offer and service to them. We use this knowledge to inform our decision-making, for example to tailor our proposition to suit customer demands.

The Group's procurement function is engaged with building strong relationships with our suppliers to develop mutually beneficial and lasting partnerships. Engagement with suppliers is primarily through a series of interactions and formal reviews. Key areas of focus include building long-term partnerships, fair terms and conditions and health and safety. The Board recognises that relationships with key suppliers are important to the Group's long-term success.

Twice yearly in-scope group companies report on payment practices and terms, with payments within agreed terms an important objective for the group. The Group also works with suppliers on ensuring compliance with the Modern Slavery Act, the Group's statement on which can be found on its website.

#### *Communities*

We engage with the communities in which we operate to build trust and understand the local issues that are important to them. Key areas of focus include how we can support and resolve any concerns that local communities may have with regard to the operation of our businesses, create opportunities to recruit local people and help to look after the environment.

Our businesses employ a significant number of people from the communities in which they are based. We engage constructively with local community groups and individuals where they may have concerns regarding our operations, so we can be a good neighbour to those who live near our various operations. We also support local charities and community projects.

#### *Environment*

The environment has been considered to be strongly related to communities and they are often considered together, although we are ever more conscious that the environment also impacts our customers and suppliers and is of increasing importance to our employees as well. The Group is committed to developing its business to meet the needs of its customers in a sustainable way, with initiatives such as reducing our carbon footprint through better energy management and recycling schemes. The Group also engages with key environmental stakeholders such as the Environmental Agency, the Department for Environment, Food and Rural Affairs and the Marine Management Organisation. Engaging with these stakeholders is important to ensure that planning and licenses are granted and that we are able to meet legislative requirements.

#### *Shareholders*

As owners of our Group we rely on the support of shareholders and their opinions are important to us. Our shareholders appoint representatives to sit on the Board and matters relevant to the Group are discussed in meetings of that Board. Discussions with shareholders cover a wide range of topics including environment, health and safety ('EHS'), financial performance, strategy, outlook and governance.

# **A&P Falmouth Limited**

## **Strategic report (continued)**

### **Future developments**

The directors consider that the Company is well placed to deliver positive earnings based upon organic growth opportunities in its core ship repair market.

### **Going concern**

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for at least twelve months from the date of approval of the financial statements. Accordingly, they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in note 3 of the financial statements.

### **Principal risks and uncertainties**

The management of the business and the execution of the company's strategy are subject to a number of risks.

The key business risks and uncertainties affecting the company are considered to relate to the competition from other domestic and overseas facilities, the volatile and cyclical nature of the business, and maintaining the current good relationships with employees at all levels within the company. The company also considers its successful relationships with its subcontractor base is a key part of its strategy and will continue to develop these further.

In order to mitigate these risks, the company has invested in its Apprenticeship scheme to meet future business aspirations, uses a broad and growing range of contractors and suppliers, has a continuous management focus on market movements and prices, and has independent audits and accreditations to maintain the highest safety and production standards.

### **Financial risk management**

The company's operations expose it to a variety of financial risks that include the effects of changes in price risk, foreign exchange risk, credit risk, liquidity risk and interest rate cash flow risk. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring levels of debt finance and the related finance costs.

The company does not use derivative financial instruments to manage interest rate costs and as such, no hedge accounting is applied.

Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the company's finance department.

#### ***Price risk***

The company is exposed to commodity price risk as a result of its operations. However, given the size of the company's operations, the costs of managing exposure to commodity price risk exceed any potential benefits. The directors will revisit the appropriateness of this policy should the company's operations change in size or nature. The company has no exposure to equity securities price risk as it holds no equity investments.

#### ***Foreign exchange risk***

The company has exposure to foreign exchange risk as some contracts are invoiced in foreign currency. Where this is the case, forward contracts may be taken out to mitigate the risk of fluctuating exchange rates.

#### ***Credit risk***

The company has implemented policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure to a counterparty is subject to a case by case assessment by the board. For large projects, the company negotiates payment profiles which are at worst cash neutral.

#### ***Liquidity risk***

The company is part of a group which has sufficient funds and agreed banking facilities for operations and planned expansions.

## **A&P Falmouth Limited**

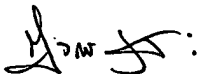
### **Strategic report (continued)**

#### **Financial risk management (continued)**

##### ***Interest rate cash flow risk***

The company is part of a group banking facility which has net positive balances, and these are managed at group level.

Approved by the Board and signed on its behalf by:



D T McGinley  
Chief Executive Officer

16 November 2023

# **A&P Falmouth Limited**

## **Directors' report**

The directors present their annual report and the audited financial statements for the year ended 31 March 2023.

### **Dividends**

No dividends were paid or proposed during the year (2022: £nil).

### **Directors**

The names of the directors, who held office during the year and up to the date of signing the financial statements, were as follows:

D T McGinley  
G T Littledyke

### **Directors' indemnity**

The company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

### **Employees**

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the group continues and that appropriate training is arranged. It is the policy of the group that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

### **Employee consultation**

The company places considerable value on the involvement of its employees and has continued its practice of keeping them informed on matters affecting them as employees and on the various factors affecting the performance of the company. This is achieved through formal and informal meetings and regular updates on company notice boards. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests.

### **Going concern and Financial risk management**

Details of going concern, future developments and financial risk management objectives and policies can be found in the Strategic Report on pages 2 to 6 and form part of this report by cross-reference.

### **Post balance sheet events**

There were no post balance sheet events requiring adjustment or disclosure in the financial statements.

# A&P Falmouth Limited

## Directors' report (continued)

### Streamlined Energy and Carbon Reporting ('SECR')

The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2018 require the disclosure of annual UK energy consumption and greenhouse gas emissions from SECR regulated sources. The prior year figures have been restated where previously estimated amounts have been subsequently confirmed.

Information relevant to the emissions generated throughout the UK operations of the Group are set out below:

	2023	2022
	kWh	kWh
Energy used to calculate emissions	10,099,999	9,835,112
	KGC02e	KGC02e
Greenhouse gas emissions from:		
- combustion of fuel for transport purposes	1,285,909	1,138,633
- combustion of fuel in mobile and static plant	170,891	172,771
- purchased electricity	798,411	930,949
Total emissions	2,255,210	2,242,353
	2023	2022
	KGC02e per square foot	KGC02e per square foot
Intensity ratio <sup>1</sup>	1.281	1.273

### Methodology

The calculation of the SECR greenhouse gas emissions requires the application of a choice of methodology and the use of estimations, which is explained further below.

Greenhouse gas emissions have been calculated using conversion factors published by DEFRA. Additionally, electricity emissions calculations also use supplier-specific fuel-mix disclosures in gCO<sub>2</sub>/kWh, accounting for the contractual arrangements in place. Electricity and natural gas calculations use metered kWh consumption taken from supplier invoices where possible. Where transport emission data has been reported as mileage, this has been converted into litres of fuel using DEFRA tables to calculate average miles per litre to provide a single reportable unit.

### Energy efficiency actions

A&P Group is committed to improving energy efficiency and reducing emission. During the reporting period the Group has advanced its Net Zero Pathway Plan to its second stage. Various positive actions have been taken to reduce emissions, including an active reduction in staff travel, workplace consolidation to reduce unnecessary heating and lighting, further application of LED lighting, the introduction of a Salary Sacrifice Electric Vehicle scheme and various equipment upgrades to more efficient technologies.

The electricity contract in place utilises 100% renewable energy.

<sup>1</sup> The intensity ratio is the total emissions of 2,255,210 KGC02e (2022: 2,242,353 KGC02e) divided by core operational area (1,761,126 sqft).

# **A&P Falmouth Limited**

## **Directors' report (continued)**

### **Statement of disclosure of information to auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

RSM UK Audit LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board and signed on its behalf by:



D T McGinley  
Chief Executive Officer

16 November 2023

## **A&P Falmouth Limited**

### **Directors' responsibilities statement**

The directors are responsible for preparing the annual 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), including FRS 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 of the profit or loss of the company 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 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# **A&P Falmouth Limited**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF A&P FALMOUTH LIMITED**

### **Opinion**

We have audited the financial statements of A&P Falmouth Limited (the 'company') for the year ended 31 March 2023 which comprise the Profit and loss account, the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "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 company's affairs as at 31 March 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company 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**

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 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.

### **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's 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.

# **A&P Falmouth Limited**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF A&P FALMOUTH LIMITED (CONTINUED)**

### **Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the 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 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 company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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 directors' responsibilities statement set out on page 10, 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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

### **The extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

## **A&P Falmouth Limited**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF A&P FALMOUTH LIMITED (CONTINUED)**

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that the company operates in and how the company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures and inspecting correspondence with local tax authorities.

The most significant laws and regulations that have an indirect impact on the financial statements are those in relation to health and safety, including the port marine safety code. We performed audit procedures to inquire of management, including the Health & Safety Director whether the company is in compliance with these law and regulations and inspected correspondence with licensing or regulatory authorities.

The audit engagement team identified the risk of management override of controls and revenue recognition as the areas where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business, challenging judgments and estimates applied in the valuation of the defined benefit pension scheme valuations and challenging judgements applied in the recognition of revenue.

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

## **A&P Falmouth Limited**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF A&P FALMOUTH 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 auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

*Alastair Nuttall*

ALASTAIR JOHN RICHARD NUTTALL (Senior Statutory Auditor)  
For and on behalf of RSM UK Audit LLP, Statutory Auditor  
Chartered Accountants  
1 St James' Gate  
Newcastle upon Tyne  
NE1 4AD

30 November 2023

## A&P Falmouth Limited

### Profit and loss account for the year ended 31 March 2023

	Notes	2023 £'000	2022 £'000
Turnover	5	57,083	55,333
Cost of sales		(49,843)	(48,886)
Gross profit		7,240	6,447
Administrative expenses		(3,057)	(2,367)
Operating profit	6	4,183	4,080
Finance costs (net)	7	55	(121)
Profit before taxation		4,238	3,959
Tax on profit	9	(806)	(540)
Profit for the financial year		3,432	3,419

All of the activities of the company are continuing.

## A&P Falmouth Limited

### Statement of comprehensive income for the year ended 31 March 2023

	Notes	2023 £'000	2022 £'000
Profit for the financial year		3,432	3,419
<i>Other comprehensive income / (expense):</i>			
Remeasurement of net defined benefit liability	14(a)	(8,470)	5,867
Total tax on components of other comprehensive income	9(d)	2,117	(1,467)
<b>Other comprehensive (expense) / income for the year, net of tax</b>		<b>(6,353)</b>	<b>4,400</b>
<b>Total comprehensive income for the year</b>		<b>(2,921)</b>	<b>7,819</b>

# A&P Falmouth Limited

## Balance sheet as at 31 March 2023

	Notes	2023 £'000	2022 £'000
<b>Fixed assets</b>			
Tangible assets	10	3,978	3,748
Post-employment pension asset	14	-	637
		<u>3,978</u>	<u>4,385</u>
<b>Current assets</b>			
Stocks	11	696	536
Debtors: amounts due in less than one year	12	14,925	16,118
Debtors: amounts due in more than one year	12	1,126	-
Cash at bank and in hand		12,307	10,187
		<u>29,054</u>	<u>26,841</u>
<b>Creditors: amounts falling due within one year</b>	13	<u>(7,952)</u>	<u>(8,072)</u>
<b>Net current assets</b>		<u>21,102</u>	<u>18,769</u>
<b>Total assets less current liabilities</b>		<u>25,080</u>	<u>23,154</u>
Post-employment pension liability	14	(5,265)	-
Provisions for liabilities	15	<u>(781)</u>	<u>(1,199)</u>
<b>Net assets</b>		<u>19,034</u>	<u>21,955</u>
<b>Capital and reserves</b>			
Called-up share capital	16	4,750	4,750
Profit and loss account		14,284	17,205
<b>Total shareholders' funds</b>		<u>19,034</u>	<u>21,955</u>

The financial statements of A&P Falmouth Limited, registered number 00103287, were approved and authorised for issue by the Board of Directors on 16 November 2023.

Approved by the Board and signed on its behalf by:



D T McGinley  
Chief Executive Officer

# A&P Falmouth Limited

## Statement of changes in equity for the year ended 31 March 2023

	Notes	Called-up share capital £'000	Profit and loss account £'000	Total £'000
<b>Balance as at 1 April 2021</b>		4,750	9,386	14,136
Profit for the financial year		-	3,419	3,419
Remeasurement of net defined benefit liability		-	5,867	5,867
Total tax on components of other comprehensive income	9(d)	-	(1,467)	(1,467)
Total comprehensive income for the year		-	7,819	7,819
<b>Balance as at 31 March 2022</b>		4,750	17,205	21,955
Profit for the financial year		-	3,432	3,432
Remeasurement of net defined benefit liability	14	-	(8,470)	(8,470)
Total tax on components of other comprehensive income	9(d)	-	2,117	2,117
Total comprehensive income for the year		-	(2,921)	(2,921)
<b>Balance as at 31 March 2023</b>		4,750	14,284	19,034

# **A&P Falmouth Limited**

## **Notes to the financial statements for the year ended 31 March 2023**

### **1. General information**

The Company is a private company limited by shares and is incorporated in the United Kingdom and registered in England and Wales. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the strategic report on pages 2 to 6.

The functional currency of A&P Falmouth Limited is considered to be Pounds Sterling because that is the currency of the primary economic environment in which the Company operates.

### **2. Statement of compliance**

The financial statements of A&P Falmouth Limited have been prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard FRS 102, "The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland" ("FRS 102"), and the Companies Act 2006.

### **3. Summary of significant accounting policies**

A summary of the principal accounting policies, which have been applied consistently throughout the current and prior financial years, is set out below.

#### **Basis of preparation**

The financial statements are prepared on a going concern basis, under the historical cost convention and are presented in pound sterling, rounded to thousands.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

#### **Going concern**

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Strategic Report and the Directors' report.

The company participates in the centralised treasury arrangements of A&P Group Limited and so shares banking arrangements with its parent and fellow subsidiaries.

The entity is financed through its own operations, however if needed the directors have received confirmation that A&P Group Limited (Company number: 05832836) will support the Company for at least one year after these financial statements are signed. The directors, with reference to the forecasts in place, and support from A&P Group Limited, consider that the company has adequate resources to continue in operational existence for at least 12 months from approval of the financial statements. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

#### **Exemptions for qualifying entities under FRS 102**

FRS 102 allows a qualifying entity certain disclosure exemptions. The Company has taken advantage of the available exemptions to not disclose in its individual entity financial statements:

- a) A statement of cash flows;
- b) Financial instruments;
- c) Key management personnel compensation in total; and
- d) Related party transactions with other group entities which are wholly owned subsidiaries within the group.

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 3. Summary of significant accounting policies (continued)

#### Exemptions for qualifying entities under FRS 102 (continued)

The Company is an indirect wholly-owned subsidiary of A&P Group Limited (Company Number: 05832836) which produces consolidated financial statements that include the financial performance and financial position of this Company. Consolidated financial statements for A&P Group Limited are available at its registered office, Wagonway Road, Hebburn, Tyne and Wear, NE31 1SP.

#### Revenue recognition

Turnover comprises the sales value of goods and services supplied in the normal course of business. Turnover includes the value of contracts in progress. This is recognised based on the level of completion of the contracts to ensure the margin is recognised evenly over the contract life. All sales are shown exclusive of value added tax.

Interest income is recognised when the right to receive payment is established.

Dividend income is recognised when the right to receive payment is established.

#### Employee benefits

The Company provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined contribution pension plans.

##### (i) Short-term benefits

Short-term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is rendered.

##### (ii) Defined contribution pension plans

Employees are eligible to join a Stakeholder Pension Plan. Pension costs are charged to the profit and loss account as they fall due. The amount charged to the profit and loss account in respect of pension costs is the contributions payable in the year. The assets of the plan are held separately from the Company in independently administered funds.

##### (iii) Defined benefit pension plans

The Company operates a defined benefit pension plan for certain employees. A defined benefit pension plan defines the pension benefit that the employee will receive on retirement, usually dependent on several factors including age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The liability recognised in the balance sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the reporting date less the fair value of the plan assets at the reporting date.

The defined benefit obligation is calculated using the projected unit credit method. Annually the Company engages independent actuaries to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the Company's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income. These amounts together with the return on plan assets, less amounts included in net interest, are disclosed as 'Remeasurement of net defined benefit liability'.

# **A&P Falmouth Limited**

## **Notes to the financial statements (continued) for the year ended 31 March 2023**

### **3. Summary of significant accounting policies (continued)**

#### **Employee benefits (continued)**

The cost of the defined benefit plan, recognised in profit or loss as employee costs, except where included in the cost of an asset, comprises:

- a) The increase in pension liability arising from employee service during the period; and
- b) The cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is recognised in profit or loss as 'Finance expense'.

#### **Taxation**

Taxation expense for the period comprises current and deferred tax recognised in the reporting period.

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. This is with the exception of deferred taxation assets, which are recognised if it is considered more likely than not that there will be suitable taxable profits from which the future reversal of underlying timing differences can be deducted.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is recognised in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Deferred tax is measured at the average tax rates that are expected to apply in the years in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is measured on an undiscounted basis.

#### **Tangible fixed assets**

Tangible fixed assets are stated at historic purchase cost less accumulated depreciation. The cost of tangible fixed assets is their purchase cost, together with any incidental costs of acquisition.

Depreciation is calculated so as to write off the cost of tangible fixed assets, less their estimated residual values, on a straight-line basis over the expected useful economic lives of the assets concerned. The principal annual rates used for this purpose are:

Leasehold improvements	2% - 10%
Plant and machinery	2½% - 33⅓%

No depreciation is charged on assets in the course of construction until they are fully complete and brought into use at which point they are transferred into the relevant asset category.

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in the profit or loss.

#### **Impairment of assets**

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 3. Summary of significant accounting policies (continued)

#### Impairment of assets (continued)

##### *Non-financial assets*

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

##### **Leased assets**

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

##### **Stocks**

Stocks are stated at the lower of original purchase price and net realisable value. Provision is made for obsolete, slow moving or defective items where appropriate.

##### **Contract balances**

Amounts recoverable on contracts are shown at valuation, less amounts invoiced or received. Valuation includes the cost of materials and direct labour, together with attributable profit, estimated to be earned to date. Direct labour hours are used to determine the level of completion for routine and normal ship repair contracts. In circumstances where application of the above policy would unduly accelerate or delay the recognition of profits materially, other direct costs are taken into account. Full provision is made for any known or anticipated losses. The excess of payments received over amounts recorded as turnover is classified under creditors within one year as payments on account.

##### **Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank overdrafts, when applicable, are shown within borrowings in current liabilities.

##### **Financial instruments**

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

##### *(i) Financial assets*

Basic financial assets are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

# **A&P Falmouth Limited**

## **Notes to the financial statements (continued) for the year ended 31 March 2023**

### **3. Summary of significant accounting policies (continued)**

#### **Financial instruments (continued)**

##### *(ii) Financial liabilities*

Basic financial liabilities are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt is measured at the present value of the future receipts discounted at a market rate of interest.

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

#### **Provisions**

Provisions are recognised when the company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

#### **Share capital**

Ordinary shares are classified as equity.

#### **Distributions to equity holders**

Dividends and other distributions to company's shareholders are recognised as a liability in the financial statements in the period in which the dividends and other distributions are approved by the company's shareholders. These amounts are recognised in the statement of changes in equity.

#### **Related party transactions**

The Company discloses transactions with related parties which are not wholly owned within the same Group. Where appropriate, transactions of a similar nature are aggregated unless, in the opinion of the directors, separate disclosure is necessary to understand the effect of the transactions on the Company's financial statements. The ultimate holding company is Tokenhouse Limited, a company incorporated in the Isle of Man which is controlled by the Billown 1997 Settlement Trust.

### **4. Critical accounting judgements and estimation uncertainty**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

##### *(i) Critical judgements in applying the Company's accounting policies*

The directors do not consider there to be any critical accounting judgements that must be applied.

##### *(ii) Key accounting estimates and assumptions*

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

## A&P Falmouth Limited

### Notes to the financial statements (continued) for the year ended 31 March 2023

#### 4. Critical accounting judgements and estimation uncertainty (continued)

##### *Revenue recognition*

Turnover includes the value of contracts in progress. This is recognised based on the level of completion of the contracts to ensure that margin is recognised evenly over the contract life. Management considers the overall expected margin from each contract based on available information and past performance. See note 12 for amounts recoverable on contracts at the balance sheet date.

##### *Useful economic lives of tangible assets*

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, economic utilisation and the physical condition of the assets. See note 10 for the carrying amount of tangible fixed assets and note 3 for the useful economic lives for each class of asset.

##### *Defined benefit pension scheme*

The Company 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 in the balance sheet. The assumptions reflect historical experience and current trends.

##### *Industrial illness provision*

The provision for industrial illness represents the expected costs of settling notified and future claims. The directors' assessment of the cost of current and future claims includes consideration of an independent actuary's review which provides an estimate of the Group's unpaid and uninsured UK industrial illness claims.

#### 5. Turnover

The analysis by geographical destination of the company's turnover, all of which originates in the United Kingdom, from the only class of business being ship repair and marine engineering contract services, is set out below.

	2023 £'000	2022 £'000
United Kingdom	56,402	53,457
Rest of Europe	288	1,876
Rest of world	393	-
	<u>57,083</u>	<u>53,333</u>

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 6. Operating profit

	2023 £'000	2022 £'000
Operating profit is stated after charging:		
Depreciation of tangible fixed assets – owned assets	409	350
Government grants – research & development expenditure credits	(68)	(124)
Operating lease charges	1,542	1,528
Other income	(100)	(205)
Fees payable to the Company's auditor for:		
- the audit of the Company's annual financial statements	30	27
- tax compliance services	12	10
	<u>          </u>	<u>          </u>

### 7. Finance costs (net)

	2023 £'000	2022 £'000
Investment income	(4)	(4)
Interest (receivable) / payable and similar	(51)	125
	<u>          </u>	<u>          </u>
	(55)	121
	<u>          </u>	<u>          </u>

### Investment income

	2023 £'000	2022 £'000
Other interest receivable and similar income	4	4
	<u>          </u>	<u>          </u>

### Interest (receivable) / payable and similar expenses

	2023 £'000	2022 £'000
Net interest on defined benefit liability (see note 14)	(51)	125
	<u>          </u>	<u>          </u>

## A&P Falmouth Limited

### Notes to the financial statements (continued) for the year ended 31 March 2023

#### 8. Staff costs

The average monthly number of persons employed by the company during the year was:

Average number of persons employed	2023 No.	2022 No.
Production	239	243
Administration	52	53
	<u>291</u>	<u>296</u>
 Staff costs during the year	 2023 £'000	 2022 £'000
Wages and salaries	10,019	9,959
Social security costs	1,061	996
Pension costs (note 14(b))	867	781
	<u>11,947</u>	<u>11,736</u>

No directors are employed by the company.

The company participates in a group wide defined contribution scheme. Contributions are charged to the profit and loss account in the year in which the liability arises. Contributions during the year were £867,000 (2022: £781,000). As at 31 March 2023, contributions of £82,000 (2022: £40,000) due in respect of the current reporting year had not been paid out to the scheme and are included within accruals.

The emoluments of certain directors, who are also directors of a number of group companies, are borne in full by the principal employing company. No recharge is made as these directors provide services primarily to the principal employer. These directors' emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of the principal employer, (2022: same).

Company pension contributions are made to a company money purchase scheme for no director (2022: none).

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 9. Tax on profit

#### a) Analysis of tax charge in the year:

	2023 £'000	2022 £'000
UK corporation tax	311	271
Adjustments in respect of prior years	(79)	4
Total current tax	232	275
Deferred tax:		
Origination and reversal of timing differences	574	680
Effect of changes in tax rates	-	(415)
Total deferred tax (note 9d)	574	265
Tax on profit on ordinary activities	806	540

#### b) Factors affecting tax charge for the year:

The tax assessed for the year is lower (2022: lower) than the standard rate of corporation tax in the UK of 19% (2022: 19%). The differences are explained below:

	2023 £'000	2022 £'000
Profit before tax	4,238	3,959
Profit multiplied by standard rate of corporation tax in the UK 19% (2022: 19%)	805	752
Effects of:		
Expenses not deductible for tax purposes	9	1
Fixed asset differences	(2)	(5)
Group relief not paid for	-	-
Amounts credited directly to other comprehensive income	-	1,115
Other permanent differences	-	-
R&D expenditure credits	(13)	(24)
Adjustments in respect of prior years	(79)	5
Transfer pricing	-	-
Deferred tax credited directly to other comprehensive income	-	(1,467)
Deferred tax not recognised	(68)	79
Re-measurement of deferred tax:		
- change in UK tax rate	154	84
Total tax charge for the year	806	540

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 9. Tax on profit (continued)

#### c) Factors affecting future tax charges:

The UK corporation tax rate is now confirmed to increase to 25% from April 2023 which was announced on 3 March 2021.

#### d) Deferred tax

Provision for deferred tax (excluding deferred tax asset arising on the post-employment benefits liability – see below)

	2023 £'000	2022 £'000
Accelerated capital allowances	(276)	(259)
Other timing differences	86	(38)
Total	<u>(190)</u>	<u>(297)</u>

There are no unused tax losses or unused tax credits (2022: none).

#### Reconciliation of movement in deferred tax provision

	£'000
At 1 April 2022	(297)
Deferred tax charge in profit and loss account	107
At 31 March 2023	<u>(190)</u>

#### Deferred tax asset relating to pension deficit

	2023 £'000	2022 £'000
At 1 April	(121)	1,407
Movements dealt with in other comprehensive income	2,117	(1,467)
Movements dealt with in profit and loss	(680)	(61)
At 31 March	<u>1,316</u>	<u>(121)</u>

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 10. Tangible fixed assets

	Leasehold improvements £'000	Plant and Machinery £'000	Total £'000
<b>Cost</b>			
At 1 April 2022	1,066	8,117	9,183
Additions	437	202	639
At 31 March 2023	1,503	8,319	9,822
<b>Accumulated depreciation</b>			
At 1 April 2022	592	4,843	5,435
Charge for the year	31	378	409
At 31 March 2023	623	5,221	5,844
<b>Net book value</b>			
At 31 March 2023	880	3,098	3,978
At 31 March 2022	474	3,274	3,748

### 11. Stocks

	2023 £'000	2022 £'000
Raw materials and consumables	696	536

Stocks are held at the lower of original purchase price or net realisable value.

### 12. Debtors

	2023 £'000	2022 £'000
Amounts falling due within one year:		
Trade debtors	715	2,007
Amounts recoverable on contracts	3,595	2,978
Amounts owed by group undertakings	9,331	9,960
Amounts owed by related parties	-	281
Other debtors	829	534
Corporation tax	98	-
Prepayments and accrued income	357	358
	14,925	16,118
Amounts falling due after more than one year:		
Deferred tax asset (note 9(d))	1,126	-

Amounts due from group undertakings are unsecured, interest free and repayable on demand.

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

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

	2023 £'000	2022 £'000
Trade creditors	5,827	4,779
Amounts owed to related parties	739	112
Corporation tax payable	-	275
Taxation and social security	278	230
Other creditors	-	1,535
Accruals and deferred income	1,108	1,141
	<u>7,952</u>	<u>8,072</u>

Included within other creditors is £nil (2022: £1,384,000) payments received on account.

### 14. Post-employment benefits

The Company operates a defined benefit pension section of the sectionalised A&P Group Pension Scheme, the Falmouth Section (the "defined benefit pension scheme", or the "Scheme"), and a defined contribution scheme. The defined benefit pension scheme is closed to future accruals.

Amounts recognised in profit and loss account are as follows:

	2023 £'000	2022 £'000
Defined contribution scheme (note 14(b))	867	781
Total charge in operating profit	<u>867</u>	<u>781</u>
Defined benefit schemes		
- Net interest expense (note 14(a))	(51)	125
Total charge	<u>816</u>	<u>906</u>

Amounts recognised in the balance sheet in respect of the defined benefit pension scheme is as follows:

	2023 £'000	2022 £'000
Post-employment benefits (liability) / asset	<u>(5,265)</u>	<u>637</u>

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 14. Post-employment benefits (continued)

#### a) Defined benefit schemes

The assets of the Company's defined benefit pension scheme are held in a separately administered fund. The Scheme provides retirement benefits on the basis of members' final salary. The A&P Group Pension Scheme, in respect of which the Scheme comprises a section, is administered by an independent trustee who is responsible for ensuring that the plan is sufficiently funded to meet current and future obligations. The Company has agreed a funding plan with the trustees in order to reduce the funding deficit where necessary.

The agreed contributions for the next year total £1,150,000 as set out in the March 2021 triennial valuation, however, the Company has proposed to continue funding the deficit beyond that date at its discretion.

A comprehensive actuarial valuation of the defined benefit pension schemes, using the projected unit method, was carried out at 31 March 2021 by Capita Employee Benefits, independent consulting actuaries. Adjustments to the valuation at that date have been made based on the following assumptions:

	2023	2022
Price inflation - RPI	3.35%	3.75%
Price inflation - CPI	2.60%	3.00%
Pension increase rate		
- pre-July 2006 LPI increases	3.25%	3.60%
- post July 2006 LPI increases (capped at 2.5% pa)	2.25%	2.35%
Discount rate	4.70%	2.70%

The mortality assumptions used were as follows:

	2023 Years	2022 Years
Longevity at age 65 for current pensioners:		
- Men	21.4	21.8
- Women	23.9	24.1
Longevity at age 65 for future pensioners:		
- Men	22.3	22.7
- Women	25.0	25.3

Reconciliation of scheme assets and liabilities:

	Assets £'000	Liabilities £'000	Total £'000
At 1 April 2022	58,631	(57,994)	637
Benefits paid	(2,151)	2,151	-
Employer contributions	2,517	-	2,517
Interest income/(expense) (note 7)	1,588	(1,537)	51
Remeasurement gains / (losses)			
- Actuarial gains	-	15,671	15,671
- Experience gains	-	(1,763)	(1,763)
- Return on plan assets excluding interest income	(22,378)	-	(22,378)
Past service cost including curtailments			
At 31 March 2023	38,207	(43,472)	(5,265)

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 14. Post-employment benefits (continued)

#### a) Defined benefit schemes (continued)

Total cost recognised as an expense:

	2023 £'000	2022 £'000
Interest cost/(credit)	(51)	125
	<u>(51)</u>	<u>125</u>

No amounts (2022: £nil) were included in the cost of assets.

The fair value of the plan assets were:

	2023 £'000	2022 £'000
Equities	6,763	12,195
Diversified growth assets	11,882	17,765
Liability driven investments	5,044	14,424
Corporate bonds	1,528	3,576
Gilts	11,347	10,085
Cash	1,643	586
Total	<u>38,207</u>	<u>58,631</u>

The plan assets do not include any of the Company's (or Group's) financial instruments.

The return on the plan assets was:

	2023 £'000	2022 £'000
Interest income	1,588	1,197
Return on plan assets less interest income	<u>(22,378)</u>	<u>(2,351)</u>
Total gains	<u>(20,790)</u>	<u>(1,154)</u>

#### b) Defined contribution scheme

The Company provides a defined contribution scheme for its employees.

The amount recognised as an expense for the defined contribution scheme was:

	2023 £'000	2022 £'000
Current period contributions (note 8)	<u>867</u>	<u>781</u>

As at 31 March 2023, contributions of £82,000 (2022: £40,000) due in respect of the current reporting year had not been paid out to the scheme and are included within accruals.

# A&P Falmouth Limited

## Notes to the financial statements (continued) for the year ended 31 March 2023

### 15. Provisions for liabilities

	Industrial Illness £'000	Deferred Tax £'000	Total £'000
At 1 April 2022	781	418	1,199
Utilised during the year	-	(418)	(418)
At 31 March 2023	<u>781</u>	<u>-</u>	<u>781</u>

#### Deferred tax provision

See note 9(d) for details of the deferred tax provided in the financial statements at the year end and in respect of the deferred tax asset arising on the post-employment benefits pension asset (note 14).

#### Industrial illness provision

The provision for industrial illness represents the expected costs of settling notified and future claims arising as a result of past events. The directors' assessment of the cost of current and future claims includes consideration of an independent actuary's review which provides an estimate of the Group's unpaid and uninsured UK industrial illness claims. The claims are expected to be settled over a 10 year period.

### 16. Called-up share capital and reserves

	2023 £'000	2022 £'000
<b>Allotted, called-up and fully paid</b>		
4,750,000 (2022: 4,750,000) ordinary shares of £1 each	<u>4,750</u>	<u>4,750</u>

The profit and loss reserve represents cumulative profits or losses net of dividends paid and other adjustments.

There are no restrictions on the distribution of dividends and the repayment of capital.

### 17. Financial commitments

At 31 March 2023, the company had the following total of future minimum lease payments under non-cancellable operating leases for each of the following periods:

	2023 £'000	2022 £'000
Within one year	1,524	1,517
Between two and five years	3,599	4,967
After five years	45	57
	<u>5,168</u>	<u>6,541</u>

## A&P Falmouth Limited

### Notes to the financial statements (continued) for the year ended 31 March 2023

#### 18. Related party transactions

During the year the company carried out a number of transactions with parties, related due to common ownership, in the normal course of business. The names of the related parties, nature of these transactions and their total value is shown below

	2023		2022	
	Value of transaction £'000	Receivable (Payable) at the year end £'000	Value of transaction £'000	Receivable (Payable) at the year end £'000
<b>Transactions with The Mersey Dock and Harbour Company:</b>				
Rental payments payable	1,341	(112)	1,341	(112)
<b>Transactions with Peel Group:</b>				
Group relief	155	(155)	-	-
<b>Transactions with Cammell Laird Shiprepairers &amp; Ship Builders Limited</b>				
Supply of spares and materials	433	(99)	745	281
Group relief	373	(373)	-	-

#### 19. Ultimate parent company

The directors consider the ultimate parent undertaking to be Tokenhouse Limited, a company incorporated in the Isle of Man which is controlled by the Billown 1997 Settlement Trust.