Nicholsons Sealing Technologies Limited Report and Financial Statements 31 March 2019



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Nicholsons Sealing Technologies Limited Company Information

Directors

N P Green E C Green

Auditors

Laverick Walton & Co. B3 Kingfisher House Kingsway, Team Valley Gateshead Tyne & Wear NE11 0JQ

Bankers

Barclays Bank plc

Registered office

Amos Drive Greencroft Industrial Park Stanley County Durham DH9 7YE

Registered number

00188150

Nicholsons Sealing Technologies Limited Registered number:

Directors' Report

The directors present their report and financial statements for the year ended 31 March 2019.

Principal activities

The company's principal activity during the year continued to be the manufacture of specialist sealing products for automotive and aerospace industries.

Research and development

The company undertakes research and development on an ongoing basis to improve its current range of products, and to develop new products and procedures, mainly within, but not limited to the automotive and aerospace sectors.

Dividends

The directors recommend a final dividend of £3.107 (2018:£3.800) per share

Directors

The following persons served as directors during the year:

N P Green

E C Green

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

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

This report was approved by the board on 10 October 2019 and signed on its behalf.

Director

Nicholsons Sealing Technologies Limited Statement of Directors' Responsibilities

The directors are responsible for preparing the report and 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 (Financial Reporting Standard 102 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 period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- · make judgements and 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;
- 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.

Nicholsons Sealing Technologies Limited Strategic Report

Review of the business

The company has increased turnover and profitability achieved in the previous year. Turnover has increased by 1% from last year, and profit on ordinary activities before taxation has decreased by 17%%.

The company has re-invested substantial amounts in its facility, equipment and personnel during the year.

The directors have identified, and set out below, the key performance indicators:

Key performance indicators	2018 £	2017 £
Gross profit	6,827,389	7,052,241
Profit for the financial year	2,183,156	2,634,591
Net assets	5,685,477	5,652,321

Future developments

The directors consider that current levels of turnover and profitability will become more difficult to maintain. The main risks and uncertainties that the directors believe may affect the company in the future are listed below.

Principal risks and uncertainties

The performance of the company is subject to a number of risks, including customer pricing agreements and demand, global market conditions, availability of qualified staff, loss of major key customers, healt and safety, environmental and quality issues, critical equipment and site continuity. These risks are regularly reviewed by the board of directors and appropriate processes have been put in place to monitor and mitigate risks where possible.

This report was approved by the board on 10 October 2019 and signed on its behalf.

Mr N P Green

Director

Nicholsons Sealing Technologies Limited Independent auditor's report to the member of Nicholsons Sealing Technologies Limited

Opinion

We have audited the financial statements of Nicholsons Sealing Technologies Limited for the year ended 31 March 2019 which comprise the Income Statement, the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

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.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 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 of opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the 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

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

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

Other information

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

We have nothing to report in this regard.

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.

Nicholsons Sealing Technologies Limited Independent auditor's report to the member of Nicholsons Sealing Technologies Limited

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; or

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

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

Mr K M Thomson (Senior Statutory Auditor) for and on behalf of Laverick Walton & Co. Accountants and Statutory Auditors 10 October 2019

B3 Kingfisher House Kingsway, Team Valley Gateshead Tyne & Wear NE11 0JQ

Nicholsons Sealing Technologies Limited Income Statement for the year ended 31 March 2019

	Notes	2019 £	2018 £
Turnover	3	13,049,655	12,894,269
Cost of sales		(6,222,266)	(5,842,028)
Gross profit		6,827,389	7,052,241
Distribution costs		(189,954)	(180,991)
Administrative expenses		(4,020,735)	(3,728,147)
Other operating income		28,949	38,042
Operating profit	4	2,645,649	3,181,145
Profit on ordinary activities before taxation		2,645,649	3,181,145
Tax on profit on ordinary activities	7	(462,493)	(546,554)
Profit for the financial <u>year</u>		2,183,156	2,634,591

Nicholsons Sealing Technologies Limited Statement of Financial Position as at 31 March 2019

1	Notes		2019 £		2018 £
Fixed assets Tangible assets	8		7,192,229		6,115,142
Investments	9		1,872,215	·	1,872,215
			9,064,444		7,987,357
Current assets		•			
Stocks	10	2,592,991		2,682,715	
Debtors	111	3,549,906		3,400,923	
Cash at bank and in hand		1,420,304		1,863,590	•
		7,563,201		7,947,228	
Creditors: amounts falling due				:	
within one year	12	(10,536,296)		(9,927,676)	
Net current liabilities			(2,973,095)	· · · · · · · · · · · · · · · · · · ·	(1,980,448)
Total assets less current liabilities			6,091,349	, - !	6,006,909
				·	
Provisions for liabilities Deferred taxation	13		(405,872)		(354,588)
		_		· -	
Net assets		_	5,685,477	:-	5,652,321
Capital and reserves					
Called up share capital	14		691,958		691,958
Share premium	15		855,633		855,633
Other reserves	16		73,411	•	73,411
Profit and loss account	17		4,064,475		4,031,319
Total equity		 , -	5,685,477	 -	5,652,321

Mr N P Green

Director

Approved by the board on 10 October 2019

Nicholsons Sealing Technologies Limited Statement of Changes in Equity for the year ended 31 March 2019

•	Share capital	Share premium	Other reserves	Profit and loss account	Total
	£	£	.	£	£
At 1 April 2017	691,958	855,633	73,411	4,026,728	5,647,730
Profit for the financial year	-		,≐.	2,634,591	2,634,591
Dividends	-	. -		(2,630,000)	(2,630,000)
At 31 March 2018	691,958	855,633	73,411	4,031,319	5,652,321
	·				
At 1 April 2018	691,958	855,633	73,411	4,031,319	5,652,321
Profit for the financial year	• -	-	•	2,183,156	2,183,156
Dividends	-	-	-	(2,150,000)	(2,150,000)
At 31 March 2019	691,958	855,633	73,411	4,064,475	5,685,477

Nicholsons Sealing Technologies Limited Statement of Cash Flows for the year ended 31 March 2019

	Notes	2019 £	2018 £
Operating activities Profit for the financial year		2,183,156	2,634,591
Adjustments for:			
Tax on profit on ordinary activities		462,493	546,554
Depreciation		852,968	659,439
Decrease/(increase) in stocks	•	89,724	(374,933)
Increase in debtors		(148,983)	(541,838)
Increase in creditors		862,884	2,336,167
,		4,302,242	5,259,980
Corporation tax paid		(665,473)	(431,086)
Cash generated by operating activities		3,636,769	4,828,894
Investing activities			
Payments to acquire tangible fixed assets		(1,934,488)	(1,299,745)
Proceeds from sale of tangible fixed assets		4,433	15,981
Cash used in investing activities		(1,930,055)	(1,283,764)
Financing activities			
Equity dividends paid		(2,150,000)	(2,630,000).
Cash used in financing activities		(2,150,000)	(2,630,000)
Net cash (used)/generated			
Cash generated by operating activities		3,636,769	4,828,894
Cash used in investing activities		(1,930,055)	(1,283,764)
Cash used in financing activities		(2,150,000)	(2,630,000)
Net cash (used)/generated		(443,286)	915,130
Cash and cash equivalents at 1 April		1,863,590	948,460
Cash and cash equivalents at 31 March		1,420,304	1,863,590
Cash and cash equivalents comprise:			
Cash at bank		1,420,304	1,863,590

1 Summary of significant accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Consolidated accounts for the company and its subsidiary, Nicholsons Aircraft Seals Limited, have not been prepared as the company's accounts are already consolidated along with its parent company, Nicholsons Group Limited, and this company is therefore exempt from preparing consolidated accounts in accordance with section 400 of the Companies Act 2006.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services. Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer. Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs.

Tangible fixed assets

Tangible fixed assets are measured at cost less accumulative depreciation and any accumulative impairment losses. Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Buildings
Plant and machinery
Computer equipment
Motor vehicles

over 15 years on a straight line basis 10% and 15% per annum on a straight line basis 20% per annum on a straight line basis 25% per annum on a reducing balance basis

Investments

Investments in unquoted equity instruments are measured at cost price using the purchase method, less any impairment identified.

Stocks

Stocks of raw materials are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first in first out method.

Work in progress and finished goods are measured at cost price including an estimated element of labour and overhead recovery.

The carrying amount of stock sold is recognised as an expense in the period in which the related revenue is recognised.

Debtors

Short term debtors are measured at transaction price (which is usually the invoice price), less any impairment losses for bad and doubtful debts. Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment losses for bad and doubtful debts. Loans repayable on demand are measured at nominal value.

Creditors

Short term creditors are measured at transaction price (which is usually the invoice price). Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method. Loans repayable on demand are measured at nominal value.

Tavation

A current tax liability is recognised for the tax payable on the taxable profit of the current and past periods. A current tax asset is recognised in respect of a tax loss that can be carried back to recover tax paid in a previous period. Deferred tax is recognised in respect of all timing differences between the recognition of income and expenses in the financial statements and their inclusion in tax assessments. Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference, except for revalued land and investment property where the tax rate that applies to the sale of the asset is used. Current and deferred tax assets and liabilities are not discounted.

Provisions

Provisions (ie liabilities of uncertain timing or amount) are recognised when there is an obligation at the reporting date as a result of a past event, it is probable that economic benefit will be transferred to settle the obligation and the amount of the obligation can be estimated reliably.

Foreign currency translation

Transactions in foreign currencies are initially recognised at the rate of exchange ruling at the date of the transaction.

At the end of each reporting period foreign currency monetary items are translated at the closing rate of exchange. Non-monetary items that are measured at historical cost are translated at the rate ruling at the date of the transaction. All differences are charged to profit or loss.

Pensions

Contributions to defined contribution plans are expensed in the period to which they relate.

2 Critical accounting estimates and judgements

The company makes certain estimates and assumptions concerning the future. The resulting accounting estimates, by definition, will not always be the same as the actual results. Estimates and judgements are continually evaluated and are based on managements historical experience and other factors, including expectations of future events that are believed to be reasonable under these circumstances. The estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year include fixed assets (note 8), stocks (note 10), prepayments (note 11) and accruals (note 12).

3	Analysis of turnover	2019 £	2018 £
	Sale of goods	13,049,655	12,894,269
	By geographical market:		
	UK Europe North America Rest of world	6,473,050 791,693 3,446,077 2,338,835 13,049,655	7,374,541 659,862 3,075,357 1,784,509 12,894,269
4	Operating profit	2019 £	2018 £
	This is stated after charging:	_	
	Depreciation of owned fixed assets Research and development expenditure Auditors' remuneration for audit services Key management personnel compensation (including directors'	852,968 277,187 11,500	659,439 313,626 11,000
	emoluments) Carrying amount of stock sold	124,400 2,280,770	134,531 2,156,579
5	Directors' emoluments	2019 £	2018 £
	Emoluments Company contributions to defined contribution pension plans	19,083 13,788 32,871	13,456 29,546 43,002
	Number of directors to whom retirement benefits accrued:	2019 Number	2018 Number
	Defined contribution plans		4
6	Staff costs	2019 £	;2018- £.
	Wages and salaries Social security costs Other pension costs	3,235,157 279,353 123,902	3,125,970 249,174 120,223
		3,638,412	3,495,367

	Average number of employees during the year	Number	Number
	Administration	9	.8
	Development	1.7	17
	Distribution	18	18
	Manufacturing	97	93
		141	136
7	Taxation	2019	2018
	•	£	£
	Analysis of charge in period Current tax:		
	UK corporation tax on profits of the period	408,701	511,849
	Adjustments in respect of previous periods:	2,508	•
		411,209	511,849
	Deferred tax:		0.4 = 0.5
	Origination and reversal of timing differences	51,284	34,705
	Tax on profit on ordinary activities:	462,493	546,554
	Factors affecting tax charge for period The differences between the tax assessed for the period and the are explained as follows:	e standard rate of c	orporation tax
	¥	20/19 £	2018 .£
	Profit on ordinary activities before tax	2,645,649	3,181,145
	Standard rate of corporation tax in the UK	19%	19%
		£	. £
	Profit on ordinary activities multiplied by the standard rate of corporation tax	502,673	604,418
	Effects of:		
	Expenses not deductible for tax purposes	6,104	1,094
	One that all accompanies from a Market accompanies from the first		

Factors that may affect future tax charges

Current tax charge for period

Capital allowances for period in excess of depreciation

Adjustments to tax charge in respect of previous periods

Relief for research and development expenditure

The main of UK Corporation Tax will reduce from 19% to 18% with effect from 1st April 2020.

(16,197)

(77,466)

511,849

(31,611)

(68,465)

411,209

2,508

8	Tangible	fixed	assets

5	l'angible fixed assets			
		Land and buildings At cost	Plant and machinery At cost	Total
		£	£	£
	Cost or valuation			
	At 1 April 2018	2,095,411	9,037,994	11,133,405
	Additions	730,120	1,204,368	1,934,488
	Disposals	·•	(10,520)	(10,520)
	At 31 March 2019	2,825,531	10,231,842	13,057,373
	Depreciation			
	At 1 April 2018	201,717	4,816,546	5,018,263
	Charge for the year	130,481	722,487	852,968
	On disposals	, <u>.</u>	(6,087)	(6,087)
	At 31 March 2019	332,198	5,532,946	5,865,144
	Carrying amount			
	At 31 March 2019	2,493,333	4,698,896	7,192,229
	At 31 March 2018	1,893,694	4,221,448	6,115,142
ì	Investments			
•			lř	vestments in
				subsidiary undertakings

9	Investments				Investments in subsidiary undertakings
	Cost				· -
	At 1 April 2018				1,872,215
	At 31 March 2019 The company holds 20% or more of	of the share capital c	of the following	j companies:	1,872,215
				Capital and	Profit (loss)
	Company	Shares held		reserves	
	Nicholsons Aircraft Seals Ltd	Class Ordinary	% 100	£ 1,872,215	£. -
10	Stocks			2019: £	2018 £
				707:404	000 044
	Raw materials and consumables			737,104	609,841
	Work in progress	la.		323,128	319,836
	Finished goods and goods for resa	ie ⁻		1,532,759	
				2,592,991	2,682,715

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11	Debtors			2019 £	2018 £
	Trade debtors Prepayments and accrued income		:	3,377,527 172,379 3,549,906	3,258,712 142,211 3,400,923
			•		
12	Creditors: amounts falling due withi	n one year		2019 £	2018 £
	Trade creditors Amounts owed to group undertakings a	and undertakin	igs in which	962 ₍ 1,18)	626,579
	the company has a participating interest Corporation tax Other taxes and social security costs Accruals and deferred income		.	8,408,801 132,584 172,880 859,913 10,536,296	7,843,100 386,848 224,839 846,310 9,927,676
13	Deferred taxation			2019 £	2018 £
	Accelerated capital allowances			405,872	354,588
				2019 £	2018 £
	At 1 April Charged to the profit and loss account		•	354,588 51,284	319,883 34,705
	At 31 March			405,872	354,588
14	Share capital	Nominal	2019	2019	2040
17	-	value	Number	2019 £	2018 £
	Allotted, called up and fully paid: Ordinary shares	£1 each	691,958	691,958	691,958
15	Share premium			2019 £	2018 £
	At 1 April		•	855,633	855,633
	At 31 March			855,633	855,633

16	Other reserves Capital redemption reserve	2019 £	2018 £
	At 1 April	73,411	73,411
	At 31 March	73,411	73,411
17	Profit and loss account	2019 £	2018 £
	At 1 April Profit for the financial year Dividends	4,031,319 2,183,156 (2,150,000)	4,026,728 2,634,591 (2,630,000)
	At 31 March	4,064,475	4,031,319
18	Dividends	2019 £	2018 £
	Dividends on ordinary shares (note 17)	2,150,000	2,630,000
19	Related party transactions Nicholsons Group Limited (Ultimate parent undertaking)	and Samuelous	
	At 31st March the following balances were outstanding with the relate	2019	2018
	Due (to) from related party	£ (6,536,587)	£ (5,970,884)
	During the year the related party charged management fees of	£ 1,325,408	£ 1,255,596
	During the year the company paid dividends to the related party of	£ 2,150,000	£: 2,630,000_
Corru-Seals Inc (Company under common control) At 31st March the following balances were outstanding with the related party:		ed party:	
	Due (to) from related party	2019 £ 90,814	2018 £ 93,347
	During the year the company sold goods to the related party of	£. 478,572	£ 591,974

Nicholsons Aircraft Seals Limited (Wholly owned subsidiary)

	2019 £	2018
Due (to) from related party	(1,872,215)	(1,872,215)
Nicholsons GmbH (Company under common control)		
	2019	2018
	£	£
Commission was payable to the related party of	58,242	42,516

20 Controlling party

The company is controlled by its ultimate parent undertaking, Nicholson's Group Limited.

21 Government grants

The company has previously received government grants amounting to £679,150 (2018: £679,150) from the Regional Growth Fund. At 31st March 2019, the company had not fulfilled all conditions attached to the grant funding. The unfulfilled conditions was the creation of a specific number of jobs. The full amount of grant received to 31st March 2019 has been included in deferred income.

22 Presentation currency

The financial statements are presented in Sterling.

23 Legal form of entity and country of incorporation

Nicholsons Sealing Technologies Limited is a private company limited by shares and incorporated in England.

24 Principal place of business

The address of the company's principal place of business and registered office is:

Amos Drive Greencroft Industrial Park Stanley County Durham DH9 7YE