Registered number: 476749

Taylor, Maxwell & Co. Limited

Annual report and financial statements

for the year ended 31 March 2021

Taylor, Maxwell & Co. Limited

Annual report and financial statements for the year ended 31 March 2021

Contents

Taylor, Maxwell & Co. Limited

Directors and advisers for the year ended 31 March 2021

Executive Directors
M Rudge
R Guilfoyle
A B Casey
S E C Janes
D M French
R Thompson
K Hirst-Sewell (appointed 1 October 2020)
J M Rosie (appointed 1 October 2020)
C A Scarlett (appointed 1 October 2020)
M D Gant (appointed 30 June 2021)
A Moffat (appointed 30 June 2021)
A J Simpson (appointed 30 June 2021)

Company secretary
Addleshaw Goddard (Scotland) Secretarial Limited (appointed 30 June 2021)

Registered office
Taylor Maxwell House
The Promenade
Clifton
Bristol
BS8 3NW

Independent auditors
PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
2 Glass Wharf
Temple Quay
Bristol
BS2 0FR

Bankers
Lloyds TSB Bank Plc
55 Corn Street
Bristol
BS99 7LE

Solicitors
Burges Salmon
1 Glass Wharf
Bristol
BS2 0ZX

Taylor, Maxwell & Co. Limited

Strategic report for the year ended 31 March 2021

The directors present their strategic report for the company for the year ended 31 March 2021.

Business review and future developments
Taylor, Maxwell and Co. Limited's principal activity is that of distribution of brick and cladding materials.

The company performance was impacted by the Coronavirus pandemic during the early part of the year. The impact of the restrictions to prevent the spread of Covid-19 meant that trading activity was reduced during the time of national lockdown. As restrictions were lifted trading activity resumed and the Company achieved an excellent financial result under the circumstances with turnover decreasing to £102,424,585 (2020: £110,456,829) and operating profit increasing to £5,451,661 (2020: £5,347,689). At 31 March 2021, the Company had a strong balance sheet with net assets of £9,682,807 (2020: £7,702,674), with the increase after the dividend paid in the year as set out in the Directors' Report.

Market conditions have remained strong in 2021 and are expected to remain so during 2022.

On the 30 April 2021 the Company acquired 100% of the share capital of SBS Cladding Limited. SBS Cladding Limited is a fabricator and supplier of cladding boarding and ancillary products. This acquisition brings additional value to our market offering as we are now able to offer fabrication of these products and this will enhance our service to customers. The management team at SBS bring their knowledge and experience of the market and we welcome the team to the Group. The acquisition was for an initial consideration of £1,021,922, with further consideration payable if profit targets are met over the first 3 years of trading.

On the 30 June 2021, 100% of the share capital of the ultimate parent company Taylor Maxwell Group (2017) Limited ('the Group') was acquired by Brickability Group plc.

In July 2021, the trustees of the pension scheme agreed to enter into a buyout policy contract with Aviva. Funds were disinvested from the assets of the defined benefits section of the pension scheme and used to purchase a policy that will meet the future liabilities of the scheme. This action has safeguarded the scheme for members of the defined benefit section of the scheme and significantly reduced the exposure to risk for the company. The strategy is now to move to buy-in of the scheme in 2022 and to remove the risk to the company altogether.

The directors monitor the Company's sales levels and profitability both of which are shown on the face of the profit and loss account. The directors are of the opinion that further analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

Section 172(1) statement

<u>The Board's approach to section 172(1) and decision-making</u>
The primary purpose of the Company as outlined above is that of distributors of brick and cladding materials. The overall objective of the Company is to maximise shareholder and stakeholder value whilst working to a sustainable long term business model.

Collectively, the Board is responsible for the effective oversight of the Company and has implemented a governance structure to support the long-term success of the Company. The day-to-day management of the Company is the responsibility of the management team to ensure the business objectives are achieved. The Board works closely with the management team to determine the business strategy, objectives and organisational culture.

The Company has policies in place to support its' values and aims in achieving its' business objectives. The Board acknowledges that the long-term success of the business is critically dependent on its' key stakeholders and these are considered in their decision-making. These key stakeholders are set out below.

<u>Employees</u>
The Company aims to recruit and retain highly skilled and motivated employees through its' recruitment and training processes and Human Resource management is considered by the Board as being critical to the Company's success in achieving its' objectives. The Board receive regular reports from Human Resources on key performance measures.

Strategic report for the year ended 31 March 2021 (continued)

Section 172(1) statement (continued)

Employees (continued)

Employee engagement is achieved through informal meetings, general updates and formal appraisals that consider performance, training and objectives alongside any potential issues that may impact the employee.

The Company has employment policies in place designed to support our staff, including leave for parents, equality and flexible working, as well as an Employee Assistance Programme available to all staff. We also have a policy in place to ensure our employees follow Covid-19 secure working practices and to minimise the risk of the spread of coronavirus.

Suppliers
The Company relies upon its' suppliers to provide the highest quality construction materials to meet the demands of our customers. The Group values the long-standing professional and ethical relationships we have with our suppliers.

The Group has policies in place to safeguard high standards of ethics and transparency in our supply chain. These policies include anti-bribery and modern slavery. The Group understand the importance of prompt payment to its' suppliers and reports bi-annually its' payment practice report.

Customers
The Group considers meeting the needs of its' customers at the highest level of its' strategic objectives. We strive to maintain a high level of communication with our customers to ensure that their ongoing needs are met. The Board ensure we also have structure in place to rectify any issues that are raised by its' customers. The Company holds a ISO9001 certificate to demonstrate it is working within the guidelines of the Quality Management System.

Community
The Company has always had the objective of being a good neighbour within the communities it operates and the Board continue to consider ways in which community engagement can be increased in the future.

Environment
The Company is committed to being a considerate and environmentally friendly operation. The Group holds an ISO14001 certificate for our Environmental Management System. Our aim is to promote good sustainability practice, to reduce the environmental impacts of all our activities and to help our stakeholders to do the same.

Government Organisations and Legislators
The Group has regular interactions with government and legislative bodies including HMRC and maintaining an open and transparent relationship with all legislative bodies is critical to the ongoing success of the Group. The Group's tax strategy is established at Board level and is published annually on the Group's website. This policy is implemented by the Company. The aim of the Company is to maximise after tax returns for the Group's shareholders whilst paying the correct amount of tax in line with all relevant tax laws and regulations.

Principal decisions taken in the year

- The Board approved the annual budget for the 2021/22 financial year.

Principal risks and uncertainties
The principal risks and uncertainties facing the Company are the ability to continue to trade profitably and manage working capital. In order to monitor, assess and mitigate these risks when required, the directors hold regular meetings to review the trading, working capital and level of banking facilities available to the Company. Further details of the financial risks of the Company are set out in the Directors' report.

The company is also monitoring its exposure in respect of its defined benefit pension scheme. The scheme shows a surplus of £1,928,083. The scheme is independently managed and investment decisions are made by a third party. Fluctuations in the fair values of the assets held impact on the net surplus shown on the balance sheet. The key assumptions used in valuing the scheme liabilities are disclosed in note 13. The scheme is closed to future accrual. In July 2021, the trustees of the scheme disinvested investment assets and subsequently paid over to Aviva plc an initial premium, as part of the process to secure the defined benefit pension benefits with an insurance company. This process will significantly reduce the exposure in respect of the defined benefit pension scheme to the Company.

Section 172(1) statement (continued)

Principal risks and uncertainties (continued)
To date Brexit has not caused the company any significant issues. The Directors continue to monitor the potential risks associated with Brexit and the subsequent economic factors linked to leaving the EU. The Directors have prepared contingency plans for reasonably foreseeable events and expect to be able to continue day to day trading within the Group's existing finance arrangements.

The Directors also continue to monitor the risks associated with the Coronavirus pandemic. The business has seen a positive recovery and the Directors' do not expect this to change in the reasonably foreseeable future. The directors have managed the financial risk by using the government support offered by the Job Retention Scheme and the deferment of VAT payments. Repayment of the deferred VAT is being made in line with the repayment schedule and will be fully repaid at the end of January 2022.

On behalf of the Board

R Guilfoyle
Director
17 December 2021

Taylor, Maxwell & Co. Limited

Directors' report for the year ended 31 March 2021

The directors present their report and the audited financial statements of the company for the year ended 31 March 2021.

Results and dividends
The results of the Company for the year are set out on page 10. Interim dividends of £2.93 per share (2020: £1.70 per share) amounting to £6,000,000 (2020: £3,475,000) were paid during the year to the company's parent. The directors do not recommend the payment of a final dividend (2020: £nil).

Review of business and future developments
A review of the business and future developments is included in the Strategic Report on page 2.

Financial Risk management
The information presented relates to risks faced by Taylor, Maxwell & Co. Limited. The policies set by the Board of Directors are implemented by the company's finance department. The company's operations expose it to a variety of financial risks that include price risk, credit risk, liquidity risk, interest rate risk, cash flow risk and exchange rate risk. The company regularly reviews its financial exposure and seeks to limit the adverse effects on its financial performance by monitoring levels of debt finance and related finance costs.

Price risk:
The company is exposed to commodity price risk as a result of its purchases. The company manages this by agreeing fixed price contracts with its main suppliers. The directors will revisit the appropriateness of this policy should the company's operations significantly change in size or nature.

Credit risk:
The company has implemented practices where appropriate credit checks on customers are performed throughout the trading relationship. The company uses credit insurance as means of protecting itself from bad debts when considered appropriate. This has always been a fundamental policy of the business and will continue to be so. For banks and financial institutions, only independently rated parties with a minimum rating of 'A' are accepted. The amount of exposure to any individual counterparty is subject to a limit, which is reassessed annually by the directors.

Liquidity risk:
The company maintains a mixture of short-term and long-term debt finance that is designed to ensure the company has sufficient available funds for operations.

Interest rate and cash flow risk:
The company has interest bearing liabilities on variable rates. The directors review interest rate and cash flow projections on a regular basis. The directors regularly consider the implications of interest rate changes on its costs and make decisions as to whether to hedge its exposure to borrowings for working capital purposes. The company uses fixed interest rates hedges against its variable interest rate debt finance.

Exchange rate risk:
There is regular purchase of foreign currency to fund trade purchases, mainly of cladding systems. The currency is bought spot or forward to match the timing of the payment for the product.

To date Brexit has not caused the company any significant issues. The Directors continue to monitor the potential risks associated with Brexit and the subsequent economic factors linked to leaving the EU. The Directors have prepared contingency plans for reasonably foreseeable events and expect to be able to continue day to day trading within the Group's existing finance arrangements.

Directors
The directors of the company who were in office during the year and up to the date of signing the financial statements, unless otherwise stated, were:

M Rudge
A J Hammond (resigned 30 June 2021)
M A Phillips (resigned 30 June 2021)
R Guilfoyle
A B Casey
S E C Janes
D M French
R Thompson
S R Williamson (resigned 31 July 2020)
K Hirst-Sewell – appointed 1 October 2020
T G Hill – appointed 1 October 2020 (resigned 1 October 2021)
J M Rosie – appointed 1 October 2020
C A Scarlett – appointed 1 October 2020
M D Gant (appointed 30 June 2021)
A Moffat (appointed 30 June 2021)
A J Simpson (appointed 30 June 2021)

Going concern

In assessing the going concern position of the company for the year ended 31 March 2021, the directors have taken into consideration the following:

- The acquisition of the Taylor Maxwell Group by Brickability Group plc on 30 June 2021;
- The impact of Covid-19 on the future trading performance;
- The impact of Brexit and any subsequent changes to legislation on the future trading performance;
- Forecasts of income, costs, profit and cash flow and the availability of finance; and
- Macroeconomic conditions that may impact the sector the company operates within.

The acquisition of the Taylor Maxwell Group by Brickability Group plc on 30 June 2021 resulted in the director loans and external funding arrangements of the Group being repaid subsequent to the year end. These loans have been replaced by an intercompany loan between Brickability Group plc and Taylor Maxwell Group (2017) Limited to enable the Group to meet the operational working capital requirements of the Group, including this Company. The directors have received a letter of support from Brickability Group plc, which states its intent to provide the necessary financial support to ensure that the Company is a going concern for at least twelve months from the signing of these financial statements.

After taking the elements above into consideration the directors have adopted the going concern basis in preparing the Financial Statements. In making this assessment the Directors have considered the impact that Covid-19 and Brexit may have on the cashflows and liquidity of the company over the next 12 months. The Directors have used sensitivity analysis to assess different scenarios and what measures would be available to reduce expenditure and preserve cash. The directors have also satisfied themselves that Brickability Group plc will be able to meet the requirements of any additional working capital funding required, if necessary, through it's letter of support, After making enquiries, the Directors have a reasonable expectation that the company will have access to adequate resources to continue in operational existence for the foreseeable future and have therefore continued to adopt the going concern basis in preparing the financial statements.

Directors insurance
The Company maintains Directors and Officers liability insurance policies on behalf of the Directors. These policies meet the Companies Act 2006 definition of a qualifying third-party indemnity provision. The qualifying third-party indemnity provision was in force during the financial year and at the date of approval of the financial statements.

Taylor, Maxwell & Co. Limited

Directors' report for the year ended 31 March 2021 (continued)

Statement of directors' responsibilities in respect of the financial statements
The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors 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.

Disclosure of information to independent auditors
In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they 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 auditors are aware of that information.

Subsequent events
On the 30 June 2021, 100% of the share capital of the ultimate parent company Taylor Maxwell Group (2017) Limited was acquired by Brickability Group plc. Please see Note 23 for more detail.

On behalf of the Board

R Guilfoyle
Director
17 December 2021

Independent auditors' report to the members of Taylor, Maxwell & Co. Limited

Report on the audit of the financial statements

Opinion

In our opinion, Taylor, Maxwell & Co. Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 March 2021; the Profit and Loss Account, the Statement of Comprehensive Income, the Statement of Changes in Equity for the year then ended; the Statement of accounting policies; and the notes to the financial statements.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures

Independent auditors' report to the members of Taylor, Maxwell & Co. Limited (continued)

Report on the audit of the financial statements (continued)

Reporting on other information (continued)

to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 March 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to employment legislation, health and safety regulation and tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to increase revenue, and management bias in accounting estimates. Audit procedures performed by the engagement team included:

Independent auditors' report to the members of Taylor, Maxwell & Co. Limited (continued)

Report on the audit of the financial statements (continued)

Auditors' responsibilities for the audit of the financial statements (continued)

- Discussions with management and the Directors, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reviewing relevant minutes of director board meetings;
- Evaluation of management's controls designed to prevent and detect irregularities, in particular the whistleblowing policy and employee code of conduct;
- Challenging assumptions and judgements made by management in their significant accounting estimates, in particular in relation to the present value of the defined benefit pension scheme; and
- Identifying and testing journal entries, in particular any entries posted with unusual account combinations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Stuart Couch

Stuart Couch (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Bristol
17 December 2021

Taylor, Maxwell & Co. Limited

Profit and loss account for the year ended 31 March 2021

	Note	2021 £	2020 £
Turnover	1	**102,424,585**	110,456,829
Cost of sales		**(85,887,624)**	(91,946,215)
Gross profit		**16,536,961**	18,510,614
Administrative expenses		**(11,085,300)**	(13,162,925)
Operating profit	2	**5,451,661**	5,347,689
Income from shares in group undertakings		**3,000,000**	600,000
Other interest receivable and similar income	5	**134,878**	104,714
Interest payable and similar expenses	6	**(122,065)**	(102,677)
Profit before taxation		**8,464,474**	5,949,726
Tax on profit	7	**(1,069,258)**	(1,081,027)
Profit for the financial year		**7,395,216**	4,868,699

All items dealt with in arriving at operating profit above relate to continuing operations.

Statement of comprehensive income for the year ended 31 March 2021

	Note	2021 £	2020 £
Profit for the financial year		**7,395,216**	4,868,699
Other comprehensive income/(expense):			
Actuarial gain/(loss) on pension scheme	13	**558,585**	(198,198)
Movement on deferred tax relating to pension deficit	16	**(106,131)**	37,658
Other comprehensive income/(expense) for the year net of tax		**452,454**	(160,540)
Total comprehensive income for the year		**7,847,670**	4,708,159

Taylor, Maxwell & Co. Limited

Balance sheet as at 31 March 2021

	Note	2021 £	2020 £
Fixed assets			
Tangible assets	9	**212,672**	288,428
Investments	10	**62,214**	62,214
		274,886	350,642
Current assets			
Stocks	11	**481,525**	1,406,240
Debtors	12	**30,604,449**	25,092,499
Post-employment benefits	13	**1,928,083**	1,406,227
Cash at bank and in hand		**2,826,366**	3,842,450
		35,840,423	31,747,416
Creditors: amounts falling due within one year	14	**(26,020,975)**	(23,963,328)
Net current assets		**9,819,448**	7,784,088
Total assets less current liabilities		**10,094,334**	8,134,730
Creditors: amounts falling due after more than one year	15	**(142,000)**	(242,000)
Provisions for liabilities	16	**(269,527)**	(190,056)
Net assets		**9,682,807**	7,702,674
Capital and reserves			
Called up share capital	18	**1,126,620**	1,126,620
Share premium account		**11,350**	11,350
Profit and loss account		**8,544,837**	6,564,704
Total shareholders' funds		**9,682,807**	7,702,674

The statement of accounting policies and notes on pages 14 to 20 form part of these financial statements.

The financial statements on pages 11 to 37 were authorised for issue by the Board of Directors on 17 December 2021 and signed on its behalf by:

R Guilfoyle
Director

Taylor, Maxwell & Co. Limited

Statement of changes in equity for the year ended 31 March 2021

	Called up share capital	Share premium account	Profit and loss account	Total shareholders' funds
	£	£	£	£
Balance as at 1 April 2019	1,126,620	11,350	5,195,090	6,333,060
Profit for the financial year	-	-	4,868,699	4,868,699
Other comprehensive expense	-	-	(160,540)	(160,540)
Total comprehensive income for the year	-	-	4,708,159	4,708,159
Credit to equity for equity settled share based payments	-	-	136,455	136,455
Dividends	-	-	(3,475,000)	(3,475,000)
At 31 March 2020	**1,126,620**	**11,350**	**6,564,704**	**7,702,674**
Balance as at 1 April 2020	1,126,620	11,350	6,564,704	7,702,674
Profit for the financial year	-	-	7,395,216	7,395,216
Other comprehensive income	-	-	452,454	452,454
Total comprehensive income for the year	-	-	7,847,670	**7,847,670**
Credit to equity for equity settled share based payments	-	-	132,463	**132,463**
Dividends	-	-	(6,000,000)	(6,000,000)
At 31 March 2021	**1,126,620**	**11,350**	**8,544,837**	**9,682,807**

Taylor, Maxwell & Co. Limited

Statement of accounting policies for the year ended 31 March 2021

Taylor, Maxwell and Co. Limited's (the Company) principal activity is that of distribution of brick and cladding materials.

The Company is a private company limited by shares and is incorporated in the United Kingdom and registered in England. The address of the company is Taylor Maxwell House, The Promenade, Clifton, Bristol, BS8 3NW.

Statement of compliance
The individual financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

Summary of significant accounting policies
The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation
These financial statements are prepared on a going concern basis, under the historical cost convention as modified by the revaluation of certain financial assets and liabilities measured at fair value through profit and loss. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies.

Going concern
In assessing the going concern position of the company for the year ended 31 March 2021, the directors have taken into consideration the following:

- The acquisition of the Taylor Maxwell Group by Brickability Group plc on 30 June 2021;
- The impact of Covid-19 on the future trading performance;
- The impact of Brexit and any subsequent changes to legislation on the future trading performance;
- Forecasts of income, costs, profit and cash flow and the availability of finance; and
- Macroeconomic conditions that may impact the sector the company operates within.

The acquisition of the Taylor Maxwell Group by Brickability Group plc on 30 June 2021 resulted in the director loans and external funding arrangements of the Group being repaid subsequent to the year end. These loans have been replaced by an intercompany loan between Brickability Group plc and Taylor Maxwell Group (2017) Limited to enable the Group to meet the operational working capital requirements of the Group, including this Company. The directors have received a letter of support from Brickability Group plc, which states its intent to provide the necessary financial support to ensure that the Company is a going concern for at least twelve months from the signing of these financial statements.

After taking the elements above into consideration the directors have adopted the going concern basis in preparing the Financial Statements. In making this assessment the Directors have considered the impact that Covid-19 and Brexit may have on the cashflows and liquidity of the company over the next 12 months. The Directors have used sensitivity analysis to assess different scenarios and what measures would be available to reduce expenditure and preserve cash. The directors have also satisfied themselves that Brickability Group plc will be able to meet the requirements of any additional working capital funding required, if necessary, through it's letter of support, After making enquiries, the Directors have a reasonable expectation that the company will have access to adequate resources to continue in operational existence for the foreseeable future and have therefore continued to adopt the going concern basis in preparing the 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 exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, Taylor Maxwell Group (2017) Limited, includes the company's cash flows in its own consolidated financial statements. In addition, as a qualifying entity, the company has taken advantage of the exemption from the disclosure of key management personnel compensation.

Taylor, Maxwell & Co. Limited

Statement of accounting policies for the year ended 31 March 2021 (continued)

Revenue recognition
Turnover is the fair value of the consideration received or receivable for the provision of goods and services falling within the company's ordinary activities which excludes value added tax and similar sales taxes. Turnover is presented net of trade and volume rebates allowed.

Turnover is recognised when (a) the significant risks and rewards of ownership of the product have been transferred to the buyer; (b) the company retains no continuing involvement or control over the goods; (c) the amount of revenue can be measured reliably; (d) it is probable that future economic benefits will flow to the company.

Goods sold to customers are often sold with volume rebates. Sales are measured at the prices specified in the sale contract, net of estimated volume rebates. Volume rebates are assessed based on anticipated annual purchases and accumulated experience is used to estimate and provide for the volume rebates.

Dividend Income
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 benefit 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 received.

(ii) Defined contribution pension plans
The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations. The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

(iii) Annual Bonus Plan
The company operates an annual bonus plan for employees. An expense is recognised in the profit and loss account when the company has a legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

Share based payment arrangements
The Company participates in a share-based compensation plan for certain employees, under which the employees receive services from employees as consideration for equity instruments of the Parent company. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options at the date of grant by reference to a Group valuation at that point.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the company revises its estimates of the number of options that are expected to vest. It recognises the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity.

Statement of accounting policies for the year ended 31 March 2021 (continued)

Employee Benefits (continued)

(iv) Defined Benefit Pension Plan
The company operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including age, length of service and remuneration.

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 end of 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.

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 benefit liability arising from employee service during the period; and
(b) the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest income/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 income/cost is recognised in profit or loss as 'Interest receivable and similar income' or 'Interest payable and similar expenses'.

If a defined benefit plan is in surplus it will be recognised on the balance sheet only if the Company is able to recover the surplus through reduced contributions in the future or through refunds from the plan and hence be able to realise the economic benefits of the surplus.

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

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the profit and loss account during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method with the exception of motor vehicles which uses the reducing balance method. The estimated useful lives are considered to be:

Short leasehold property – length of the lease
Fixtures and fittings – 4 – 7 years
Motor vehicles – 25% reducing balance

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

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

Statement of accounting policies for the year ended 31 March 2021 (continued)

Leases
Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

Investments
Investments in subsidiary companies are held at cost less accumulated impairment losses.

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

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

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

Inventories
Inventories are stated at the lower of cost and the estimated selling price less costs to sell. Cost is based on the cost of purchase on weighted average cost basis. Cost includes the purchase price, including taxes and duties and transport and handling directly attributable to bringing the inventory to its present location and condition. The cost of manufactured finished goods and work in progress includes design costs, raw materials, direct labour and other direct costs and related production overheads (based on normal operating capacity).

At the end of each reporting period inventories are assessed for impairment. If an item of inventory is impaired, the identified inventory is reduced to its selling price less costs to complete and sell and an impairment charge is recognised in the profit and loss account. Where a reversal of the impairment is recognised the impairment charge is reversed, up to the original impairment loss, and is recognised as a credit in the profit and loss 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 are shown within borrowings in current liabilities.

Impairment of non-financial assets
At each balance sheet date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset may be impaired. If there is such an indication the recoverable amount of the asset is compared to the carrying amount of the asset.

The recoverable amount of the asset is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset.

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the profit and loss account.

Statement of accounting policies for the year ended 31 March 2021 (continued)

Contingencies
Contingent liabilities are not recognised. Contingent liabilities arise as a result of past events when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Contingent assets are not recognised. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

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

Financial assets
Basic financial assets, including trade and other receivables and cash and bank balances, 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 the profit and loss account.

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 the profit and loss account.

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.

Financial liabilities
Basic financial liabilities, including trade and other payables, overdrafts and bank loans, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

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.

Statement of accounting policies for the year ended 31 March 2021 (continued)

Financial liabilities (continued)
Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in interest payable and similar expenses or interest receivable and similar income as appropriate.

The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

Offsetting
Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Share Capital
Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Distribution 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 with the same group. It does not disclose transactions with members of the same group that are wholly owned.

Dividends
Final dividends are recognised as a liability in the period in which they are approved by the shareholder. Interim dividends are recognised in the period in which dividends are paid.

Consolidation
The company is a wholly-owned subsidiary of Taylor Maxwell Group (2017) Limited and is included its consolidated financial statements of which are publicly available. Consequently, the company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006.

Statement of accounting policies for the year ended 31 March 2021 (continued)

Current and deferred taxation
The tax expense for the year comprises current and deferred tax.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

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

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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

Critical judgements in applying the entity's accounting policies
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.

Impairment of trade and other debtors
The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the level of credit insurance taken out in respect of the debtor, the ageing profile of debtors and historical experience. See note 12 for the net carrying amount of the debtors and associated impairment provision.

Defined benefit pension scheme
The company has an obligation 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. See note 13 for the carrying amount of the net pension obligation on the balance sheet. It is noted that a change in the discount rate of +/-0.25% would change the value of the defined benefit obligation by +/- £226,080 (+/- 3.1%) and a change in the inflation rate of +/- 0.25% would change the value of the defined benefit obligation by +/- £105,840 (+/- 1.4%).

Notes to the financial statements for the year ended 31 March 2021

1 Turnover

Analysis of turnover by geography

	2021	2020
	£	£
United Kingdom	**102,232,877**	110,428,670
Ireland	**183,992**	13,484
Other	**7,716**	14,675
	102,424,585	110,456,829

Analysis of turnover by category

	2021	2020
	£	£
Sale of goods	**102,424,585**	110,456,829

2 Operating profit

	2021 £	2020 £
Operating profit is stated after charging/(crediting):		
Inventory recognised as an expense	**85,887,624**	91,946,215
Depreciation of tangible fixed assets	**91,695**	98,826
Auditors' remuneration for the audit of the company's annual financial statements	**21,339**	19,850
Operating leases - Land and buildings	**593,977**	557,518
Operating leases – Plant and machinery	**85,109**	58,730
Profit on disposals of fixed assets	**-**	(744)
Impairment of Inventory	**4,448**	17,029
Impairment of trade debtors	**36,230**	92,865

Notes to the financial statements for the year ended 31 March 2021 (continued)

3 Employees

The average monthly number of employees (including executive directors) during the year was:

By activity	2021 No.	2020 No.
Selling and distribution	**56**	61
Administration	**61**	64
	117	125

The costs incurred in respect of these employees were:

	2021 £	2020 £
Wages and salaries	**6,355,805**	7,210,966
Social security costs	**782,000**	888,670
Other pension costs:		
- Pensions costs for defined contribution scheme	**288,955**	307,867
- Past service cost in defined benefit pension scheme (see note 13)	**67,914**	-
Share-based payments	**132,463**	136,455
	7,627,137	8,543,958

4 Directors' emoluments

Directors' emoluments are paid by another group company and recharged to the company on the basis of time allocation.

The emoluments of the directors recharged were:

	2021 £	2020 £
Aggregate emoluments	**1,694,178**	1,332,168
Company pension contributions to defined contribution scheme	**57,213**	44,557
	1,751,391	1,376,725

None of the directors are entitled to receive amounts under long term incentive schemes (2020: none). No directors accrued retirement benefits under the closed defined benefit scheme (2020: none). Seven of the directors benefit from defined contribution pension schemes (2020: seven).

Highest paid director	2021 £	2020 £
Aggregate emoluments	**190,394**	311,130
Company pension contributions to defined contribution scheme	**-**	6,997
	190,394	318,127

The highest paid director had the following accrued benefits in respect of his defined benefit pension scheme:

	2021 £	2020 £
Accrued pension at end of year	**-**	-

Notes to the financial statements for the year ended 31 March 2021 (continued)

5 Other interest receivable and similar income

	2021 £	2020 £
Other interest received	**3,693**	4,678
Total interest income on financial assets not measured at fair value through profit or loss	**3,693**	4,678
Gains on derivative financial instruments	**100,000**	64,000
Net Interest income on post-employment benefits	**31,185**	36,036
Total interest receivable and similar income	**134,878**	104,714

6 Interest payable and similar expenses

	2021 £	2020 £
Interest payable on bank loan and overdrafts	**114,085**	98,044
Interest payable to group companies	**7,980**	4,633
Total interest payable and similar expenses	**122,065**	102,677

Notes to the financial statements for the year ended 31 March 2021 (continued)

7 Tax on profit

	2021 £	2020 £
Current tax:		
UK corporation tax charge on profits of the year	**1,095,920**	1,049,465
Adjustments in respect of prior years	**(2)**	(356)
Total current tax	**1,095,918**	1,049,109
Deferred tax:		
Origination and reversal of timing differences	**(26,660)**	8,594
Impact of change in tax rates	**-**	23,065
Adjustments in respect of prior years	**-**	259
Total deferred tax (note 16)	**(26,660)**	31,918
Tax on profit	**1,069,258**	1,081,027

Tax expense included in other comprehensive income/(expense)

	2021 £	2020 £
Deferred tax on pension obligation re-measurements (note 16)	**106,131**	(37,658)
Total tax expense/(credit) in other comprehensive income	**106,131**	(37,658)

7 Tax on profit (continued)

The current tax assessed for the year is lower than (2020: lower than) the standard rate of corporation tax in the UK for the year ended 31 March 2021 of 19% (2020: 19%) The differences are explained below:

	2021 £	2020 £
Profit before taxation	**8,464,474**	5,949,737
Profit before tax multiplied by standard rate in the UK 19% (2020: 19%)	**1,608,250**	1,130,450
Effects of:		
Expenses not deductible for tax purposes	**30,760**	40,681
Other	**250**	928
Dividends from subsidiaries not taxable	**(570,000)**	(114,000)
Tax rate changes	**-**	23,065
Adjustments in respect of prior years	**(2)**	(97)
Total tax charge for the year	**1,069,258**	1,081,027

Factors affecting current and future tax charges:
In the UK Budget in March 2021 the corporation tax rate was confirmed to remain at 19% for the financial year commencing 1 April 2022 and will increase to 25% for the financial year commencing 1 April 2023. This increase was substantively enacted on the 24 May 2021. Deferred tax has been calculated at the 19% corporation tax rate in place as at the financial year end.

8 Dividends

	2021 £	2020 £
Interim dividends paid to parent company in respect of equity shares of £2.93 per share (2020: £1.70 per share)	**6,000,000**	3,475,000

Notes to the financial statements for the year ended 31 March 2021 (continued)

9 Tangible assets

	Short leasehold property	Motor vehicles	Fixtures and fittings	Total
	£	£	£	£
Cost				
At 1 April 2020	286,052	45,320	2,168,820	2,500,192
Additions	-	-	15,939	15,939
At 31 March 2021	**286,052**	**45,320**	**2,184,759**	**2,516,131**
Accumulated depreciation				
At 1 April 2020	286,052	19,407	1,906,305	2,211,764
Charge for the year	-	6,479	85,216	91,695
At 31 March 2021	**286,052**	**25,886**	**1,991,521**	**2,303,459**
Net book amount				
At 31 March 2021	**-**	**19,434**	**193,238**	**212,672**
At 31 March 2020	-	25,913	262,515	288,428

The company was committed to expenditure amounting to £nil at 31 March 2021 (2020: £nil).

Taylor, Maxwell & Co. Limited

Notes to the financial statements for the year ended 31 March 2021 (continued)

10 Investments

Shares in group companies	£
Cost and net book value at 31 March 2020 and 31 March 2021	**62,214**

The subsidiary undertakings are:

Name of Company	Immediate Parent	Ownership	Nature of business
Taylor Maxwell Timber Limited	Taylor, Maxwell & Co. Limited	100%	British and imported timber merchants
Timber Marketing Corporation Limited	Taylor Maxwell Timber Limited	100%	Dormant
Taymax Independent Plywood Limited	Taylor Maxwell Timber Limited	100%	Dormant
Proctor & Lavender Brick Distributors Limited	Taylor, Maxwell & Co. Limited	100%	Dormant
Taylor Maxwell (International) Limited	Taylor Maxwell Timber Limited	100%	Dormant
Taymax Forest Products Limited	Taylor Maxwell Timber Limited	100%	Dormant
Added Value Timber Products Limited	Taylor Maxwell Timber Limited	100%	Dormant
Pacific Lumber Services (UK) Limited	Taylor Maxwell Timber Limited	100%	Dormant

All shareholdings are ordinary shares. All trading subsidiary undertakings operate in England. In the opinion of the directors, the realisable value of the investments is not less than the amount at which they are stated in the financial statements.

The registered address of all companies is Taylor Maxwell House, The Promenade, Clifton, Bristol, BS8 3NW.

Notes to the financial statements for the year ended 31 March 2021 (continued)

11 Stocks

	2021 £	2020 £
Stocks held for resale	**481,525**	1,406,240

In the opinion of the directors there is no material difference between the value of stocks as disclosed in the Balance Sheet and their replacement cost at the balance sheet date.

Stocks are stated after provisions for impairment of £3,500 (2020: £3,500).

12 Debtors

	2021 £	2020 £
Trade debtors	**19,649,262**	18,077,650
Amounts owed by group undertakings	**8,647,092**	6,015,969
Other debtors	**1,185,938**	72,211
Corporation Tax	**241,350**	224,141
Prepayments and accrued income	**880,807**	702,528
	30,604,449	25,092,499

Trade debtors includes £nil (2020: £nil) falling due after more than one year.

Trade debtors are stated after provisions for impairment of £226,004 (2020: £301,832).

Amounts owed by group undertakings are interest free. Amounts owed by group companies are unsecured and are repayable on demand.

13 Post-employment benefits

The company operates a defined benefit pension scheme which is funded by the payment of contributions to a separately administered trust fund. In June 2009, the scheme was closed to future accrual and members were transferred to an alternative defined contribution scheme.

In July 2021, the trustees of the pension scheme agreed to enter into a buyout policy contract with Aviva. Funds were disinvested from the assets of the defined benefits section of the pension scheme and used to purchase a policy that will meet the future liabilities of the scheme. This action has safeguarded the scheme for members of the defined benefit section of the scheme and significantly reduced the exposure to risk for the company. The strategy is now to move to buy-in of the scheme in 2022 and to remove the risk to the company altogether.

The contributions to the defined benefits scheme are determined on the advice of independent qualified actuaries using the projected unit method. During the year the company contributed £Nil (2020: £Nil). Contributions in the next year are expected to be £Nil. The most recent actuarial valuation was conducted as at 31 March 2018.

The valuation used for FRS 102 disclosures has been based on the most recent valuation at 31 March 2021 and updated by BBS Consultants and Actuaries to take account of the requirements of FRS 102 in order to assess the liabilities of the scheme at 31 March 2021. Scheme assets are stated at their current bid price at 31 March 2021.

The financial assumptions used to calculate scheme liabilities under FRS 102 were:

	2021	2020
Discount rate	**1.8%**	2.3%
Inflation rate RPI	**3.6%**	2.7%
Inflation rate CPI	**2.9%**	2.1%
Pension increases – post 1988 GMP	**2.5%**	2.0%
Pension increases post 1997 pension	**2.9%**	2.1%

The mortality assumptions used were:

	2021	2020
	Years	Years
Life expectancy of male aged 65	**86.9**	86.7
Life expectancy of female aged 65	**89.3**	89.0
Life expectancy of male aged 45 in 20 years	**88.3**	87.7
Life expectancy of female aged 45 in 20 years	**90.7**	90.2

Notes to the financial statements for the year ended 31 March 2021 (continued)

13 Post-employment benefits (continued)

Reconciliation of scheme assets and liabilities:

	Assets £	Liabilities £	Total £
At 1 April 2020	7,967,899	(6,561,672)	1,406,227
Benefits paid	(325,017)	325,017	-
Interest income / (expense)	179,487	(148,302)	31,185
Actuarial gain / (loss)	1,487,655	(929,070)	558,585
Past service cost	-	(67,914)	(67,914)
At 31 March 2021	**9,310,024**	**(7,381,941)**	**1,928,083**

Scheme assets do not include any of the Taylor Maxwell Group (2017) Limited group's own financial instruments or any property occupied by the Taylor Maxwell Group (2017) Limited group.

Total charge/(credit) recognised in the profit and loss account:

	2021 £	2020 £
Past service cost	**67,914**	-
Interest income	**(31,185)**	(36,036)
	36,729	(36,036)

Fair value of plan assets was:

	2021 %	2020 %
Equity and 'growth' funds	**55.2%**	62.5%
Liability drive investments	**44.8%**	23.3%
Property	**-**	14.2%
	100.0%	100.0%

Return on plan assets was:

	2021 £	2020 £
Interest income	**179,487**	186,417
Return on plan assets less interest income	**1,487,655**	(153,153)
Total return on plan assets	**1,667,142**	33,264

Defined contribution scheme
The cost of contributions to the defined contribution scheme amounts to £288,955 (2020: £307,867). At year end pension contributions outstanding were £23,060 (2020: £24,774).

Notes to the financial statements for the year ended 31 March 2021 (continued)

14 Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	**20,095,023**	17,359,919
Amounts owed to group undertakings	**487,061**	380,499
Taxation and social security	**1,763,470**	1,760,542
Accruals and deferred income	**3,675,421**	4,462,368
	26,020,975	23,963,328

The company's bank overdraft is guaranteed by various group undertakings and is secured by charges over the assets of the group. The overdraft carried interest at an average of 1.5% above the Bank of England base rate.

15 Creditors: amounts falling due after more than one year

	2021 £	2020 £
Interest rate swap	**142,000**	242,000

The fair value of the interest rate swap is a £142,000 liability (2020: £242,000 liability) which matures on 6 June 2022. It is valued by reference to valuation techniques that utilise observable inputs. Subsequent to the financial year end, a redemption value for the interest rate swap was agreed and paid on the 30 June 2021.

Notes to the financial statements for the year ended 31 March 2021 (continued)

16 Provisions for liabilities

	2021	2020
Deferred tax liability	£	£
At 1 April 2020	190,056	195,796
Deferred tax (credit)/debit in profit and loss for the year	(26,660)	31,918
Deferred tax charge/(credit) in other comprehensive income for the year	106,131	(37,658)
At 31 March 2021	**269,527**	**190,056**

The deferred tax liability is made up as follows:

	2021 £	2020 £
Accelerated capital allowances	**30,012**	41,951
Post-employment benefits	**366,336**	267,183
Derivative financial assets	**(26,980)**	(45,980)
Other timing differences	**(99,841)**	(73,098)
Total deferred tax liability	**269,527**	190,056

Notes to the financial statements for the year ended 31 March 2021 (continued)

17 Financial Instruments

	2021 £	2020 £
Financial assets		
Financial assets that are debt instruments measured at amortised cost		
Trade debtors	**19,649,262**	18,077,650
Amounts owed by group undertakings	**8,647,092**	6,015,969
Other debtors	**1,185,938**	72,211
Total	**29,482,292**	24,165,830
Financial liabilities		
Financial liabilities measured at fair value through profit or loss		
Interest Rate Swap	**142,000**	242,000
Financial liabilities measured at amortised cost		
Trade creditors	**20,095,023**	17,359,919
Amounts owed to group undertakings	**487,061**	380,499
Accruals	**3,675,421**	4,462,368
Total	**24,257,505**	22,202,786

Financial assets measured at amortised cost consist of trade debtors, amounts owed by group undertakings and other debtors.

Financial liabilities measured at amortised cost consist of trade creditors, accruals and amounts owed to group undertakings.

The Company has entered into time option forward foreign exchange contracts. The Company is committed to buy €129,968 (2020: €156,075) within a set period. The total sterling equivalent outstanding at the year-end was £116,017 (2020: £134,390). All contracts expire within 7 months (2020: 6 months) of the balance sheet date. In the opinion of the directors the fair value of the contracts is not material.

18 Called up share capital

	2021 £	2020 £
Allotted and fully paid		
1,024,200 (2020: 1,024,200) Deferred ordinary shares of £1 each	**1,024,200**	1,024,200
1,024,200 (2020: 1,024,200) Ordinary shares of 10p each	**102,420**	102,420
	1,126,620	1,126,620

The shares of the company are held entirely within the Taylor Maxwell Group (2017) Limited group.

19 Operating lease commitments

The Company is committed to make annual payments under operating leases as set out below:

	2021 £	2020 £
Payments due in:		
- one year	**466,237**	467,427
- two to five years	**1,376,879**	1,475,441
-more than five years	**579,021**	876,474
	2,422,137	2,819,342

20 Contingent liabilities

The Company has given an unlimited guarantee in respect the bank loans and overdrafts of other undertakings within the Taylor Maxwell Group (2017) Limited group as part of a group cross guarantee. At the year-end these borrowings amounted to £4,813,855 (2020: £1,924,875). Under the terms of the guarantee the Company's assets are secured by a fixed and floating charge over them. On the 30 June 2021 the borrowings of £4,813,855 were repaid in full. In the opinion of the directors, no significant liability is expected to arise as a result of the guarantees provided by the company.

The Company has entered into time option forward foreign exchange contracts. The Company is committed to buy €129,968 (2020: €156,075) within a set period. The total sterling equivalent outstanding at the year-end was £116,017 (2020: £134,390). All contracts expire within 7 months (2020: within 6 months) of the balance sheet date. In the opinion of the directors the fair value of the contracts is not material.

Notes to the financial statements for the year ended 31 March 2021 (continued)

21 Related parties

The company is exempt under paragraph 33.1A from the provisions of section 33 of FRS 102 'Related party disclosures' from disclosing related party transactions with other companies that are wholly owned within the Taylor Maxwell Group (2017) Limited group.

During the year ended 31 March 2021, the company was charged £47,309 (2020: £72,168) of expenses in relation to training provided by Connection Training Limited. At year end £1,980 (2020: £14,496) was outstanding and included in creditors and £3,691 was included in accruals. Connection Training Limited are a related party as they are controlled by a close family member of M Rudge.

At the year end the company held the following outstanding loan balances to directors of the Company, which are included in Other debtors in Note 12. All of the loans are unsecured and interest free. These loan balances were repaid in June 2021.

	At 31 March 2021 Loan (£)	At 31 March 2020 Loan (£)
S Janes	188,437	Nil
R Thompson	188,437	Nil
T Hill	150,750	Nil
K Hirst-Sewell	150,750	Nil
J Rosie	150,750	Nil
C Scarlett	150,750	Nil
S Tucker	150,750	Nil

22 Ultimate parent undertaking

The immediate parent undertaking is Taylor Maxwell Holdings Limited. As at the end of the financial year the ultimate parent undertaking and controlling party was Taylor Maxwell Group (2017) Limited, a company incorporated in the United Kingdom. Taylor Maxwell Group (2017) Limited is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements at 31 March 2021. The consolidated financial statements of Taylor Maxwell Group (2017) Limited are available from Taylor Maxwell House, The Promenade, Clifton, Bristol, BS8 3NW.

On the 30 June 2021, 100% of the share capital of the ultimate parent company Taylor Maxwell Group (2017) Limited was acquired by Brickability Group plc. From this date, Brickability Group plc became the ultimate parent undertaking and controlling party.

23 Subsequent events

On the 30 April 2021 the Company acquired 100% of the share capital of SBS Cladding Limited. SBS Cladding Limited is a fabricator and supplier of cladding boarding and ancillary products. The acquisition was for an initial consideration of £1,021,922, with further consideration payable if profit targets are met over the first 3 years of trading.

On the 30 June 2021, 100% of the share capital of the ultimate parent company Taylor Maxwell Group (2017) Limited was acquired by Brickability Group plc. From this date, Brickability Group plc became the ultimate parent undertaking and controlling party.

On the 30 June 2021, all of the director loans detailed in note 21 were repaid as part of the acquisition of the group of companies by Brickability Group plc.

Taylor, Maxwell & Co. Limited

Notes to the financial statements for the year ended 31 March 2021 (continued)

23 Subsequent events (continued)

The commercial finance arrangement with Lloyds Bank plc was closed and settled, and the bank loans were repaid. The interest rate swap shown in note 17 was settled as at the 30 June 2021.

In July 2021, the trustees of the defined benefit pension scheme disinvested investment assets and subsequently paid over to Aviva plc an initial premium to achieve 'buy-in', as part of the process to secure the benefits with an insurance company. This process will significantly reduce the risk exposure in respect of the defined benefit pension scheme to the Company and is expected to complete 'buy-out' in June 2022.