

Registered number  
00495796

## **Unochrome Industries Limited**

Annual Report and Financial Statements

31 December 2021

WEDNESDAY



\*ABA4BM75\*

A07

10/08/2022

#141

COMPANIES HOUSE

**Unochrome Industries Limited**  
**Annual report and financial statements**  
**Contents**

	<b>Page</b>
Company information	2
Strategic report	3
Directors' report	4-5
Independent auditor's report	6-8
Statement of comprehensive income	9
Balance sheet	10
Cash flow statement	11
Statement of changes in equity	12
Notes to the financial statements	13-17

## **Unochrome Industries Limited**

### **Company Information**

#### **Directors**

David George (resigned 20 October 2021)

Susan Walker

Tom Franks (appointed 11 November 2021, resigned 30 June 2022)

#### **Company secretary**

Amarpal Takk

#### **Independent auditors**

Deloitte LLP

Statutory Auditors

1 New Street Square

London

EC4A 3HQ

#### **Registered office**

Linton Park

Linton

Maidstone

Kent ME17 4AB

#### **Registered number**

00495796

**Unochrome Industries Limited**  
**Strategic report for the year ended 31 December 2021**

The Director presents the strategic report for the year ended 31 December 2021.

**Business review and future developments**

The company continues to operate as an investment holding Company and is expected to do so in the future. The results for the year and the financial position of the Company are as shown in the annexed financial statements.

During the year, the Company sold its investment in Abbey Metal Finishing Company Limited and its subsidiary Atfin GmbH in Germany to a newly incorporated company set up by GIL Investments for the purpose of the acquisition and Aerotech GmbH respectively. Further details are included in note 6 on page 16.

**Principal risks and uncertainties and key performance indicators**

The Company is a holding company within the Camellia Plc group and as such the principal risks and uncertainties, key performance indicators, strategy and business model are in line with those of the Group as a whole. A review of the principal risks and uncertainties, strategy and business model of the Camellia Plc group can be found in Camellia Plc's 2021 annual report on pages 27 to 30.

This report was approved by order of the board on 28 July 2022.



Susan Walker  
Director

## **Unochrome Industries Limited**

### **Directors' Report**

The Director presents the report together with the audited financial statements for the year ended 31 December 2021.

#### **Principal activities**

The Company is a holding Company. It is incorporated and domiciled in England.

#### **Results and dividends**

The loss for the year amounted to £988,917 (2020: £48,040 profit). During the year, the Company disposed of its investment in Abbey Metal Finishing Company Limited, realising a loss on disposal of £1,027,027. The Director does not propose a final dividend for the year. The total dividend for 2021 is therefore £nil (2020: £nil).

#### **Directors**

The Directors of the Company are listed on page 2. Tom Franks was, and Susan Walker is, a Director of Camellia Plc and their interest in the shares of group undertakings are disclosed in the financial statements of that company.

David George resigned as a director on 20 October 2021, Tom Franks was appointed a director on 11 November 2021 and subsequently resigned on 30 June 2022.

#### **Insurance**

Camellia Plc purchases insurance to cover its Directors and officers, and those of its subsidiaries in respect of legal actions against them in their capacity as Directors of the Company. All Directors have access to independent professional advice at the Company's expense.

#### **Statement of directors' responsibilities**

The Director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Director to prepare financial statements for each financial year. Under that law the Director has elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as issued by the IASB. Under company law the Director must not approve the financial statements unless 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, International Accounting Standard 1 requires that the Director:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

The Director is 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.

#### **Responsibility statement**

I confirm that to the best of my knowledge:

- the financial statements, prepared in accordance with International Financial Reporting Standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the company as a whole;
- the strategic report includes a fair review of the development and performance of the business and the position of the Company as a whole, together with a description of the principal risks and uncertainties that they face; and
- the financial statements, taken as a whole, are fair, balanced and understandable and provide the information necessary for shareholders to assess the company's position and performance, business model and strategy.

**Unochrome Industries Limited**  
**Directors' Report**

**Future developments**

A statement on future developments has been included in the strategic report.

**Subsequent events**

There were no adjusting post balance sheet events.

**Going concern**

The Company has received confirmation that the amounts due to fellow group companies will not be recalled within 12 months from the date of these accounts, unless the sums can be met from available cash resources. The Director believes that the Company is well placed to manage its financing and other business risks satisfactorily and, has a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future. The Director therefore continues to adopt the going concern basis in preparing the financial statements.

**Financial risk management**

Information on the company's financial risk management objectives and policies and on the exposure of the company to relevant risks in respect of financial instruments is set out in note 8 of the financial statements.

**Disclosure of information to auditors**

So far as the Director is aware, there is no relevant audit information of which the Company's auditors are not aware, and the director has taken all the steps that ought to have been taken as a director in order to make herself aware of any relevant information and to establish that the Company's auditors are aware of that information.

**Independent auditors**

Deloitte LLP have indicated that they will be seeking re-appointment as auditor at the forthcoming annual general meeting.

This report was approved by order of the board on 28 July 2022.



Susan Walker  
Director

## Unochrome Industries Limited

### Independent auditor's report to the members of Unochrome Industries Limited

#### Report on the audit of the financial statements

##### Opinion

In our opinion the financial statements of Unochrome Industries Limited (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom adopted international accounting standards and International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the cash flow statement;
- the statement of changes in equity; and
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom adopted international accounting standards and IFRSs as issued by the IASB.

##### Basis for opinion

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

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

##### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Independent auditor's report to the members of Unochrome Industries Limited (continued)**

**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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Extent to which the audit was considered capable of detecting irregularities, including fraud**

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.

We considered the nature of the Company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the Company operates in, and identified the key laws and regulations that:

had a direct effect on the determination of material amounts and disclosures in the financial statements. These included:

- UK Companies Act 2006
- UK Laws and Regulation
- Accounting standards
- Pensions legislation
- Tax legislation

do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. These included:

- Bribery Act
- Data protection Act
- Employment laws
- Health and Safety Act 1974

Independent auditor's report to the members of Unochrome Industries Limited (continued)

We discussed among the audit engagement team including relevant internal specialists such as tax, valuations and pensions specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

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.

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 any material misstatements in the strategic report or the Directors' report.

Matters on which we are required to report by exception

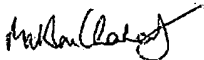
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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;
- 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.

We have nothing to report in respect of these matters.

Use of our report

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



Makhani Chahal ACA (Senior Statutory Auditor)

Deloitte LLP

Statutory Auditor

London, United Kingdom

28 July 2022

**Unochrome Industries Limited**  
**Statement of comprehensive income**  
**for the year ended 31 December 2021**

	Notes	2021 £	2020 £
Net operating expense		(5,532)	(3,052)
Loss on disposal of subsidiary	6	(1,027,027)	-
Finance costs	2	-	(168)
Finance income	2	43,642	51,260
Net finance income	2	43,642	51,092
<b>(Loss)/profit before tax</b>		<b>(988,917)</b>	<b>48,040</b>
Taxation	3	-	-
<b>(Loss)/profit for the year</b>		<b>(988,917)</b>	<b>48,040</b>
Other comprehensive income:			
Other comprehensive income for the year, net of tax		-	-
<b>Total comprehensive (expense)/income for the year</b>		<b>(988,917)</b>	<b>48,040</b>

**Continuing operations**

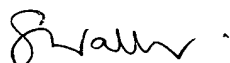
None of the Company's activities were acquired or discontinued during the above two financial years

**Unochrome Industries Limited**  
**Balance Sheet**  
**as at 31 December 2021**

	Notes	2021 £	2020 £
<b>Non-current assets</b>			
Investments in subsidiaries	6	-	1,212,000
Deferred income	6	300,000	-
<b>Total non-current assets</b>		<b>300,000</b>	<b>1,212,000</b>
<b>Current assets</b>			
Accrued income - interest receivable	6	3,699	-
Cash and cash equivalents		3,714,483	2,935,043
<b>Total current assets</b>		<b>3,718,182</b>	<b>2,935,043</b>
<b>Current liabilities</b>			
Amounts due to group undertakings	9	(9,442,529)	(8,582,473)
<b>Total current liabilities</b>		<b>(9,442,529)</b>	<b>(8,582,473)</b>
<b>Net current liabilities</b>		<b>(5,724,347)</b>	<b>(5,647,430)</b>
<b>Total assets less current liabilities</b>		<b>(5,424,347)</b>	<b>(4,435,430)</b>
<b>Net liabilities</b>		<b>(5,424,347)</b>	<b>(4,435,430)</b>
<b>Equity</b>			
Called up share capital	7	3,348,670	3,348,670
Share premium		906,612	906,612
Accumulated losses		(9,679,629)	(8,690,712)
<b>Total fund's deficit</b>		<b>(5,424,347)</b>	<b>(4,435,430)</b>

The notes on pages 13 to 17 form part of the financial statements.

The financial statements on pages 9 to 17 were approved by the board of Directors on 28 July 2022 and signed on its behalf by:



**Susan Walker**

Director

Registered Number 00495796

**Unochrome Industries Limited**  
**Cash flow statement**  
**for the year ended 31 December 2021**

	Notes	2021 £	2020 £
<b>Cash flows from operating activities</b>			
(Loss)/profit before tax		(988,917)	48,040
Adjustments for:			
Net finance income	2	(43,642)	(51,092)
Loss on disposal of subsidiary	6	1,027,027	-
		<u>(5,532)</u>	<u>(3,052)</u>
Net movement in intra group balances		860,056	(592,000)
Cash generated from/(used in) operations		<u>854,524</u>	<u>(595,052)</u>
Interest received		39,943	42,000
Interest paid		-	(168)
<b>Net cash generated from/(used in) operating activities</b>		<b>894,467</b>	<b>(553,220)</b>
<b>Cash flows from investing activities</b>			
Transaction and other costs arising from disposal of subsidiary	6	(115,027)	-
<b>Net cash used in investing activities</b>		<b>(115,027)</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>779,440</b>	<b>(553,220)</b>
<b>Cash and cash equivalents at beginning of year</b>		<b>2,935,043</b>	<b>3,488,263</b>
<b>Cash and cash equivalents at end of year</b>		<b><u>3,714,483</u></b>	<b><u>2,935,043</u></b>
Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts:			
Cash and cash equivalents		<u>3,714,483</u>	<u>2,935,043</u>

**Unochrome Industries Limited**  
**Statement of changes in equity**  
**for the year ended 31 December 2021**

	Called up share capital £	Share premium £	Accumulated losses £	Total fund's deficit £
At 1 January 2020	3,348,670	906,612	(8,738,752)	(4,483,470)
Profit for the year	-	-	48,040	48,040
Other comprehensive income for the year	-	-	-	-
At 31 December 2020	3,348,670	906,612	(8,690,712)	(4,435,430)
Loss for the year	-	-	(988,917)	(988,917)
Other comprehensive income for the year	-	-	-	-
At 31 December 2021	3,348,670	906,612	(9,679,629)	(5,424,347)

**Unochrome Industries Limited**  
**Notes to the financial statements**  
**for the year ended 31 December 2021**

**General information**

Unochrome Industries Ltd. (the company) is a private company limited by shares incorporated in the United Kingdom under the Companies Act and is registered in England and Wales. The address of the company's registered office is shown on page 2.

**1 Accounting policies**

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

**Basis of preparation**

The financial statements have been prepared in accordance with United Kingdom adopted International Financial Reporting Standards (IFRS), IFRS Interpretations Committee (IFRS IC) and the Companies Act 2006 applicable to companies reporting under IFRS. In accordance with the exemption in the Companies Act 2006 Section 400 consolidated financial statements have not been prepared as the Company is a wholly owned subsidiary of Camellia Plc.

The financial statements have been prepared on the historical cost basis.

**Going concern**

The Report of the Directors on page 5 sets out details of the potential substantial risks to our operations and sales arising from COVID and the potential impact on our profitability and cashflows based on our scenario planning. The Director has also taken into consideration the cross guarantee in place with AJT Engineering Limited, under which the maximum potential liability is limited to the gross facility available of £4,500,000.

The Company has received confirmation that the amounts due to fellow group companies will not be recalled within 12 months from the date of these accounts, unless the sums can be met from available cash resources. The Director believes that the Company is well placed to manage its financing and other business risks satisfactorily and, has a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future. The Director therefore continues to adopt the going concern basis in preparing the financial statements.

**Critical judgement and key sources of estimation uncertainty**

In the view of the Director, apart from those involving estimations (which are presented separately below), no critical judgements have been made in the process of applying the Company's accounting policies which have a significant effect on the amounts recognised in financial statements.

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

The Company makes estimates and assumptions concerning the future. The resulting accounting will, by definition, seldom equal the 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 set out below.

**Impairment of assets**

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment and whenever events or changes in circumstance indicate that the carrying amount may not be recoverable. Assets that are subject to amortisation are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

**Investments**

Investments in subsidiary companies are included at cost less provisions for impairment - see note 6.

**Taxation**

The tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

**Unochrome Industries Limited**  
**Notes to the financial statements**  
**for the year ended 31 December 2021**

**(1) Accounting policies** (continued)

**Taxation (continued)**

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than in a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates and laws that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related tax asset is realised or the tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the company and it is probable that the temporary difference will not reverse in the foreseeable future.

**Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits held at call with banks and bank overdrafts.

**Changes in accounting policy and disclosures**

**(i) New and amended standards adopted by the Company**

The Company has adopted the following new and amended IFRSs as of 1 January 2021:

There were no new or amended IFRSs effective for the current year which had a material impact on the financial statements of the Company.

**(ii) Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Company**

At the date of authorisation of these financial statements, the Company has not applied the following new and revised IFRS Standards that have been issued but are not yet effective:

IFRS 17	Insurance contracts
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IFRS 3	Reference to the Conceptual Framework
Amendments to IAS 16 Property, Plant and Equipment	Proceeds before Intended Use
Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16	Interest Rate Benchmark Reform – Phase 2
Annual Improvements to IFRS 2018-2020	

The Director does not expect that the adoption of the Standards listed above will have a material impact on the financial statements of the Company in future periods, except as noted below:

**Amendments to IAS 1 – Classification of Liabilities as Current or Non-current**

The amendments to IAS 1 affect only the presentation of liabilities as current or non-current in the statement of financial position and not the amount or timing of recognition of any asset, liability, income or expenses, or the information disclosed about those items. The amendments clarify that the classification of liabilities as current or non-current is based on rights that are in existence at the end of the reporting period, specify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability, explain that rights are in existence if covenants are complied with at the end of the reporting period, and introduce a definition of 'settlement' to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

The amendments are applied retrospectively for annual periods beginning on or after 1 January 2023, with early application permitted.

**Amendments to IFRS 3 – Reference to the Conceptual Framework**

The amendments update IFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework. They also add to IFRS 3 a requirement that, for obligations within the scope of IAS 37, an acquirer applies IAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events. For a levy that would be within the scope of IFRIC 21 Levies, the acquirer applies IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date. Finally, the amendments add an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination. The amendments are effective for business combinations for which the date of acquisition is on or after the beginning of the first annual period beginning on or after 1 January 2022. Early application is permitted if an entity also applies all other updated references (published together with the updated Conceptual Framework) at the same time or earlier.

**Unochrome Industries Limited**  
**Notes to the financial statements**  
**for the year ended 31 December 2021**

**2 Finance income and costs**

	2021 £	2020 £
Finance costs - interest payable on bank overdraft	-	(168)
Finance income - interest income	43,642	51,260
Net finance income	<u>43,642</u>	<u>51,092</u>

**3 Taxation**

**Analysis of charge in the year**

	2021 £	2020 £
<b>Current tax</b>		
<b>UK corporation tax</b>		
UK corporation tax at 19.00 per cent. (2020: 19.00 per cent.)	-	-
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
Tax on (loss)/profit on ordinary activities	<u>-</u>	<u>-</u>

The tax on the Company's (loss)/profit before tax differs from the theoretical amount that would arise using the weighted average tax applicable to (losses)/profits of the Company as follows:

**Factors affecting tax charge for the year**

(Loss)/profit before tax	(988,917)	48,040
Tax on ordinary activities at the standard rate of corporation tax in the UK of 19.00 per cent. (2020: 19.00 per cent.)	(187,894)	9,128
Effects of:		
Decrease in tax losses carried forward	(7,241)	(9,128)
Loss on disposal of subsidiary not allowed for tax	195,135	-
<b>Tax charge for the year</b>	<u>-</u>	<u>-</u>

**Unochrome Industries Limited**  
**Notes to the financial statements**  
**for the year ended 31 December 2021**

**4 Emoluments of the Directors**

The Directors received no emoluments during the year from the Company (2020: £nil). Of the remuneration received from other group companies, none was in respect of their services to this Company.

**5 Auditors' remuneration**

Audit fees were incurred in relation to the audit of the financial statements. Auditors' remuneration of £2,400 (2020: £2,300) is borne by another group company, Camellia Plc.

**6 Investments in subsidiaries**

	2021 £	2020 £
Cost		
At 1 January	1,212,000	1,212,000
Additions	-	-
Disposals	(1,212,000)	-
At 31 December	<u>-</u>	<u>1,212,000</u>
<b>Net book value</b>		
At 31 December	<u>-</u>	<u>1,212,000</u>

On 5 August 2021, the Company disposed of its interests in Abbey Metal Finishing Company Limited and its subsidiary Atfin GmbH in Germany to a newly incorporated company set up by GIL Investments for the purpose of the acquisition and Aerotech GmbH respectively. A loss on disposal of £1,027,027 was realised and after taking into account transaction costs, a cash outlay of £115,027 was incurred. Deferred consideration of £300,000 is payable in 2024, in the form of a £300,000 secured loan note paying 3% fixed rate per annum.

**7 Called up share capital**

	2021 £	2020 £
Authorised: 35,000,000 (2020: 35,000,000) ordinary shares of 10p each	<u>3,500,000</u>	<u>3,500,000</u>
Allotted, called up and fully paid: ordinary shares of 10p each:		
At 1 January and 31 December - 33,486,696 (2020: 33,486,696) shares	<u>3,348,670</u>	<u>3,348,670</u>

The ordinary shares issued carry a right to vote at general meetings and an entitlement to dividends.

**Unochrome Industries Limited**  
**Notes to the financial statements**  
**for the year ended 31 December 2021**

**8 Financial instruments**

**Capital risk management**

The company manages its capital to ensure that the company will be able to continue as a going concern, while maximising the return to stakeholders through the optimisation of its debt and equity balance. The capital structure of the company consists of debt, cash and cash equivalents and equity, comprising issued capital, reserves and retained earnings. The company is not subject to any external capital requirements.

The maturity profile of the company's financial liabilities, excluding short-term creditors such as trade creditors, accruals and provisions, at 31 December was as follows:

	2021 £	2020 £
Within 1 year, or on demand	9,442,529	8,582,473

**Credit risk**

The credit quality of the company's assets that are neither past due or impaired has been assessed as strong/good.

**Market risk**

*(i) Foreign exchange risk*

The company has no direct exposure to foreign exchange risk.

*(ii) Interest rate risk*

The company has no direct exposure to interest rate risk.

**9 Related party transactions**

Amounts due to group undertakings are all due to Linton Park Plc and are unsecured, interest free and have no fixed terms of repayment.

**10 Contingent liabilities**

The Company has guaranteed borrowings by group companies which at 31 December 2021 amounted to £3,370,798 (2020: £2,895,365).

**11 Subsequent events**

There were no adjusting post balance sheet events.

**12 Ultimate parent company**

The immediate parent company is Linton Park Plc which is registered in England and Wales and the ultimate parent company is Camellia Plc which is registered in England and Wales.

Copies of the Camellia Plc report and accounts prepared in accordance with International Financial Reporting Standards can be obtained from the Company's registered office at Linton Park, Linton, Maidstone, Kent ME17 4AB. Camellia Plc is the only company to consolidate the company's financial statements.

**13 Control of Camellia Plc**

Camellia Holding AG holds 1,427,000 ordinary shares of Camellia Plc (representing 51.67% of total voting rights). Camellia Holding AG is owned by The Camellia Private Trust Company Ltd, a private trust company incorporated under the laws of Bermuda to act as a trustee of the Camellia Foundation. The Camellia Foundation is a Bermudian trust, the income of which is utilised for charitable, educational and humanitarian causes at the discretion of the trustees.