

Registered number: 00727228

W.H.Palmer & Co. (Industries) Limited

Directors' report and financial statements

For the year ended 31 December 2018

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W.H.Palmer & Co. (Industries) Limited

Company Information

Directors	A J Wallis N M Wallis R C Evans
Non-executive directors	R H Ling J Alton M H Colling
Registered number	00727228
Registered office	Charringtons House The Causeway Bishop's Stortford Hertfordshire CM23 2ER
Independent auditors	Kreston Reeves LLP Chartered Accountants and Statutory Auditor Third Floor 24 Chiswell Street London EC1Y 4YX

W.H.Palmer & Co. (Industries) Limited

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W.H.Palmer & Co. (Industries) Limited

Directors' report

For the year ended 31 December 2018

The directors present their report and the financial statements for the year ended 31 December 2018.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors & officers indemnity

The directors and officers involved in the management of the group are insured against potential indemnity.

Principal activities

The principal activities of the group during the year were the distillation of gin and the sourcing, packing and distribution of solvents and alcohol products.

Results and dividends

The profit for the year, after taxation, amounted to £3,026,772 (2017 - £2,476,894).

Ordinary dividends amounting to £250,000 (2017: £250,000) were paid during the year. The directors continue to support a prudent approach to dividend distribution to ensure that cash reserves remain available to finance expansion and development plans.

Directors

The directors who served during the year were:

A J Wallis
N M Wallis
R C Evans (appointed 1 November 2018)
R H Ling
J Alton
M H Coling

W.H.Palmer & Co. (Industries) Limited

**Directors' report (continued)
For the year ended 31 December 2018**

Future developments

Since the year end the group has continued to concentrate on further development of its core activities of chemical distribution both in the UK and overseas and gin distillation. Plans continue to progress for a 5 acre site previously purchased for the development and centralisation of group activities for which funding has been agreed in principle. Future development plans for expansion would result from the marketing strategy or acquisition of any business complimentary to its core activities.

Financial instruments

The group has adequate cash reserves to finance its trading activities and has no immediate requirement for outside finance to fund its day to day activities. The level of both debtors and creditors are constantly monitored to safeguard cash reserves. Low interest rates result in meagre investment returns. The group's defined benefit pension scheme is adequately funded with contributions continuing at a rate designed to minimise the risk of the scheme slipping into deficit.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

Auditors

The auditors, Kreston Reeves LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 16th May 2019 and signed on its behalf.


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R H Ling
Secretary

W.H.Palmer & Co. (Industries) Limited

Group strategic report For the year ended 31 December 2018

Introduction

The directors present their group strategic report for the year ended 31 December 2018.

Business review

The Group performed well over the period increasing turnover helped by new business but also through an increase in the cost of materials. Sales volumes across each division increased with Group turnover for the year increasing to £32.6m (2017: £28.9m). Whilst gross profit increased to £9.7m (2017: £8.5m), the challenges of chemical distribution meant margins were squeezed due to availability issues and increased costs. However, strong performance in the Gin Distillery enabled the overall margin to stabilize at 29.6% (2017: 29.5%). Consolidated profit improved, after tax, to £3.0m, up from £2.5m in the previous year helped by strict fiscal control. The Group continues to support its defined benefit pension scheme, which consequently retains a small surplus, as calculated by the actuary.

The group's Occupational Health and Safety, Quality and Environmental Management Systems are all ISO accredited. They support our business activities and enhance our customer service, while protecting our employees, the public and the environment.

The political landscape remains uncertain and the ongoing Brexit negotiations do little to help UK business after the UK leaves the EU. The implications of a hard Brexit remain a challenge for regulatory compliance on such key issues as UK Reach registration. The market remains extremely competitive, but the Group will continue to sell high quality product and support its loyal customer base with high levels of customer service. The directors therefore have reasonable expectations of maintaining profits over the next 12 months.

The consolidated statement of comprehensive income for the year is set out on page 9.

Principal risks and uncertainties

The directors continue to seek new markets for its products and improve on its business efficiencies, while monitoring the risks that affect its operations. These risks include:

1. Raw material availability, which is subject to global demand and refinery shutdowns by producers. The group monitors the market closely and sources product from several suppliers where necessary in order to ensure a supply for our customers.
2. Raw material pricing. During the year, markets remained volatile and therefore processes are monitored almost daily to ensure that margin can still be made on every sale.
3. Foreign exchange currency fluctuations. The group buys and sells product in several major currencies, thereby managing this risk through a natural hedge.
4. Credit risk. In the current competitive market, the company faces pressure for extended credit while suppliers expect to be paid promptly, potentially exposing the group to credit risk, which is managed through robust credit control, monitoring procedures and close relationships with our customers.
5. Regulatory changes continue to impose an increased burden on the chemical industry. The group continues to invest in regulatory staff and resources to ensure that our systems are continually improving and that the group remains compliant with all relevant legislation.
6. The political environment in our key markets, the UK's vote to leave the EU and the policies pursued by President Trump in the US continue to give uncertainty for business.

The group employs professional qualified staff in several areas to manage the different aspects of the business and the risks noted above.

W.H.Palmer & Co. (Industries) Limited

**Group strategic report (continued)
For the year ended 31 December 2018**

Financial key performance indicators

The group uses key performance indicators to help manage the business, including product volumes sold, turnover, gross margin, operating costs and profitability for each division, all of which are regularly reported on and reviewed.

This report was approved by the board on 16th May 2019 and signed on its behalf.



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R H Ling
Secretary

W.H.Palmer & Co. (Industries) Limited

Independent auditors' report to the shareholders of W.H.Palmer & Co. (Industries) Limited

Opinion

We have audited the financial statements of W.H.Palmer & Co. (Industries) Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2018, which comprise the Group Statement of comprehensive income, the Group and Company Balance sheets, the Group Statement of cash flows, the Group and Company Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

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

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2018 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' report thereon. 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.

W.H.Palmer & Co. (Industries) Limited

Independent auditors' report to the shareholders of W.H.Palmer & Co. (Industries) Limited (continued)

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

We have nothing to report in this regard.

Opinion 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 Group 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 Group strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement on page 1, 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 Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

W.H.Palmer & Co. (Industries) Limited

Independent auditors' report to the shareholders of W.H.Palmer & Co. (Industries) Limited (continued)

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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

W.H.Palmer & Co. (Industries) Limited

Independent auditors' report to the shareholders of W.H.Palmer & Co. (Industries) Limited (continued)

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 Auditors' 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.

Kreston Reeves LLP

Anne Dwyer BSc (Hons) FCA (Senior Statutory Auditor)
for and on behalf of

Kreston Reeves LLP

Chartered Accountants and Statutory Auditor

London

Date: *20 May 2019*

W.H.Palmer & Co. (Industries) Limited

**Consolidated statement of comprehensive income
For the year ended 31 December 2018**

	Note	2018 £	2017 £
Turnover	4	32,616,702	28,886,972
Cost of sales		(22,941,573)	(20,358,257)
Gross profit		9,675,129	8,528,715
Distribution costs		(3,892,992)	(4,346,652)
Administrative expenses		(2,172,992)	(1,213,997)
Operating profit	5	3,609,145	2,968,066
Interest receivable and similar income	9	48,467	7,956
Other finance income	10	17,000	3,000
Profit before taxation		3,674,612	2,979,022
Tax on profit	11	(647,840)	(502,128)
Profit for the financial year		3,026,772	2,476,894
Actuarial losses on defined benefit pension scheme		(290,000)	(565,000)
Pension surplus not recognised		73,000	312,000
Other comprehensive income for the year		(217,000)	(253,000)
Total comprehensive income for the year		2,809,772	2,223,894

There were no other recognised gains and losses for 2018 or 2017 other than those included in the consolidated statement of comprehensive income.

The notes on pages 15 to 37 form part of these financial statements.

W.H.Palmer & Co. (Industries) Limited
Registered number: 00727228

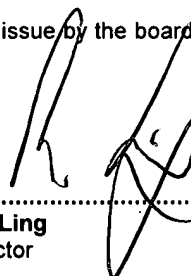
Consolidated balance sheet
As at 31 December 2018

	Note	2018 £	2017 £
Fixed assets			
Intangible assets	12	42,189	39,349
Tangible assets	13	5,210,813	4,905,406
Investments	14	1,000	1,000
Investment property	15	1,050,000	1,050,000
		<u>6,304,002</u>	<u>5,995,755</u>
Current assets			
Stocks	16	1,902,995	1,965,018
Debtors: amounts falling due within one year	17	5,204,580	4,786,257
Cash at bank and in hand	18	10,724,370	9,637,083
		<u>17,831,945</u>	<u>16,388,358</u>
Creditors: amounts falling due within one year	19	(3,374,118)	(4,156,912)
Net current assets		<u>14,457,827</u>	<u>12,231,446</u>
Total assets less current liabilities		<u>20,761,829</u>	<u>18,227,201</u>
Provisions for liabilities			
Deferred taxation	21	(616,137)	(641,281)
Net assets		<u>20,145,692</u>	<u>17,585,920</u>
Capital and reserves			
Called up share capital	23	100,000	100,000
Revaluation reserve	24	1,122,806	1,138,806
Investment property reserve	24	822,688	822,688
Profit and loss account	24	18,100,198	15,524,426
		<u>20,145,692</u>	<u>17,585,920</u>

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



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A J Wallis
 Director



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R H Ling
 Director

16th May 2019

The notes on pages 15 to 37 form part of these financial statements.

W.H.Palmer & Co. (Industries) Limited
Registered number: 00727228

Company balance sheet
As at 31 December 2018

	Note	2018 £	2017 £
Fixed assets			
Intangible assets	12	34,284	31,444
Tangible assets	13	3,771,722	3,732,994
Investments	14	160,850	160,850
Investment property	15	1,050,000	1,050,000
		<u>5,016,856</u>	<u>4,975,288</u>
Current assets			
Debtors: amounts falling due within one year	17	981,053	925,522
Cash at bank and in hand	18	30,198	25,680
		<u>1,011,251</u>	<u>951,202</u>
Creditors: amounts falling due within one year	19	(70,274)	(66,066)
Net current assets		<u>940,977</u>	<u>885,136</u>
Total assets less current liabilities		<u>5,957,833</u>	<u>5,860,424</u>
Provisions for liabilities			
Deferred taxation	21	(469,654)	(469,654)
		<u>(469,654)</u>	<u>(469,654)</u>
Net assets excluding pension asset		<u>5,488,179</u>	<u>5,390,770</u>
Net assets		<u><u>5,488,179</u></u>	<u><u>5,390,770</u></u>
Capital and reserves			
Called up share capital	23	100,000	100,000
Revaluation reserve	24	1,122,806	1,138,806
Investment property reserve	24	822,688	822,688
Profit and loss account brought forward		3,329,276	3,190,968
Profit for the year		347,409	372,308
Other changes in the profit and loss account		(234,000)	(234,000)
Profit and loss account carried forward		<u>3,442,685</u>	<u>3,329,276</u>
		<u><u>5,488,179</u></u>	<u><u>5,390,770</u></u>

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



.....
A J Wallis
Director


.....
R H Ling
Director

16th May 2019

The notes on pages 15 to 37 form part of these financial statements.

W.H.Palmer & Co. (Industries) Limited

**Consolidated statement of changes in equity
For the year ended 31 December 2018**

	Called up share capital	Revaluation reserve	Investment property reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2018	100,000	1,138,806	822,688	15,524,426	17,585,920
Comprehensive income for the year					
Profit for the year	-	-	-	3,026,772	3,026,772
Actuarial losses on pension scheme	-	-	-	(217,000)	(217,000)
Dividends: Equity capital	-	-	-	(250,000)	(250,000)
Transfer to/(from) profit and loss account	-	(16,000)	-	16,000	-
At 31 December 2018	100,000	1,122,806	822,688	18,100,198	20,145,692

The notes on pages 15 to 37 form part of these financial statements.

**Consolidated statement of changes in equity
For the year ended 31 December 2017**

	Called up share capital	Revaluation reserve	Investment property reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2017	100,000	1,154,806	822,688	13,534,532	15,612,026
Comprehensive income for the year					
Profit for the year	-	-	-	2,476,894	2,476,894
Actuarial losses on pension scheme	-	-	-	(253,000)	(253,000)
Dividends: Equity capital	-	-	-	(250,000)	(250,000)
Transfer to/(from) Profit and loss account	-	(16,000)	-	16,000	-
At 31 December 2017	100,000	1,138,806	822,688	15,524,426	17,585,920

The notes on pages 15 to 37 form part of these financial statements.

W.H.Palmer & Co. (Industries) Limited

**Company statement of changes in equity
For the year ended 31 December 2018**

	Called up share capital	Revaluation reserve	Investment property reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2018	100,000	1,138,806	822,688	3,329,276	5,390,770
Profit for the year	-	-	-	347,409	347,409
Dividends: Equity capital	-	-	-	(250,000)	(250,000)
Transfer to/(from) profit and loss account	-	(16,000)	-	16,000	-
At 31 December 2018	100,000	1,122,806	822,688	3,442,685	5,488,179

The notes on pages 15 to 37 form part of these financial statements.

**Company statement of changes in equity
For the year ended 31 December 2017**

	Called up share capital	Revaluation reserve	Investment property reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2017	100,000	-	1,977,494	3,190,968	5,268,462
Profit for the year	-	-	-	372,308	372,308
Dividends: Equity capital	-	-	-	(250,000)	(250,000)
Transfer between other reserves	-	1,154,806	(1,154,806)	-	-
Transfers to/(from) Profit and loss account	-	(16,000)	-	16,000	-
At 31 December 2017	100,000	1,138,806	822,688	3,329,276	5,390,770

The notes on pages 15 to 37 form part of these financial statements.

W.H.Palmer & Co. (Industries) Limited

**Consolidated statement of cash flows
For the year ended 31 December 2018**

	2018 £	2017 £
Cash flows from operating activities		
Profit for the financial year	3,026,772	2,476,894
Adjustments for:		
Amortisation of intangible assets	4,286	3,574
Depreciation of tangible assets	340,984	306,578
Loss on disposal of tangible assets	(21,689)	(6,509)
Interest received	(48,467)	(7,956)
Taxation charge	647,840	502,128
Decrease/(increase) in stocks	62,023	(469,378)
(Increase) in debtors	(418,323)	(884,791)
(Decrease)/increase in creditors	(807,710)	1,372,179
Defined benefit pension contribution paid	(200,000)	(250,000)
Corporation tax (paid)	(648,068)	(445,516)
Income from pension scheme	(17,000)	(3,000)
Net cash generated from operating activities	<u>1,920,648</u>	<u>2,594,203</u>
Cash flows from investing activities		
Purchase of intangible fixed assets	(7,126)	(6,750)
Purchase of tangible fixed assets	(666,202)	(555,616)
Sale of tangible fixed assets	41,500	12,500
Interest received	48,467	7,956
Net cash from investing activities	<u>(583,361)</u>	<u>(541,910)</u>
Cash flows from financing activities		
Dividends paid	(250,000)	(250,000)
Net cash used in financing activities	<u>(250,000)</u>	<u>(250,000)</u>
Net increase in cash and cash equivalents	<u>1,087,287</u>	<u>1,802,293</u>
Cash and cash equivalents at beginning of year	<u>9,637,083</u>	<u>7,834,790</u>
Cash and cash equivalents at the end of year	<u><u>10,724,370</u></u>	<u><u>9,637,083</u></u>
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand,	<u>10,724,370</u>	<u>9,637,083</u>
	<u><u>10,724,370</u></u>	<u><u>9,637,083</u></u>

The notes on pages 15 to 37 form part of these financial statements.

W.H.Palmer & Co. (Industries) Limited

Notes to the financial statements For the year ended 31 December 2018

1. General information

W.H.Palmer & Co.(Industries) Limited is a private company, limited by shares, incorporated and domiciled in England and Wales. The address of its registered office and principal place of business is Charringtons House, The Causeway, Bishop's Stortford, Hertfordshire, CM23 2ER. Details of the principal activity of the company are included in the directors report on page 1.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland (FRS 102) and the Companies Act 2006.

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

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

2.2 Basis of consolidation

The consolidated financial statements present the results of W.H. Palmer & Co. (Industries) Limited and its own subsidiaries ("the Group") as if they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

2.3 Turnover

Turnover represents sales at invoiced amounts less value added tax or local taxes on sales. Turnover is recognised when the risk and rewards of owning goods pass to the customer which is generally on delivery.

Rental income is charged on an accruals basis.

2.4 Operating leases

Rentals paid under operating leases are charged to the Consolidated statement of comprehensive income on a straight line basis over the lease term.

2.5 Investment property

Investment property is carried at fair value determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Consolidated Statement of Comprehensive Income.

**Notes to the financial statements
For the year ended 31 December 2018**

2. Accounting policies (continued)

2.6 Tangible fixed assets

Tangible fixed assets under the cost model, other than investment properties, 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 Group 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 Group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss 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.

Depreciation is provided on the following basis:

Freehold property	- over 25 years (buildings only)
Short term leasehold property	- over the lease term
Plant & machinery	- 5%, 10%, 15%, 20% and 25% per annum
Motor vehicles	- 20%, 25% and 33 1/3% per annum
Fixtures & fittings	- 15%, 20% and 25% per annum

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 Consolidated statement of comprehensive income.

2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted shares, which have been classified as fixed asset investments as the Group intends to hold them on a continuing basis, are measured at cost less provision for impairment as fair value cannot be reliably measured. Provisions for impairment are recognised in the Consolidated Statement of Comprehensive Income for the period.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 32 days.

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

2. Accounting policies (continued)

2.9 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Consolidated statement of comprehensive income over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Trademarks	- 10 years
------------	------------

2.10 Dividends

Equity dividends are recognised when they become legally payable.

2.11 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in Consolidated Statement of Comprehensive Income.

2.12 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities such as trade and other debtors and creditors, loans to related parties and investments in non-puttable ordinary shares.

**Notes to the financial statements
For the year ended 31 December 2018**

2. Accounting policies (continued)

2.13 Pensions

Defined contribution pension plan

The Group operates a defined contribution pension plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payments obligations.

The contributions are recognised as an expense in the Consolidated Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

Defined benefit pension plan

The Group operates a defined benefit pension scheme for certain employees and the pension charge is based on a full actuarial valuation dated 1 June 2017. 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 surplus is not recognised in the balance sheet as there are no plans to recover it through reduced contributions or through refunds from the plan. The surplus is the fair value of the plan assets less the present value of the defined benefit obligation at the reporting date.

The defined benefit obligation is calculated using the projected unit credit method. Annually the Group 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 Group's policy for similarly held assets. This includes the use of appropriate valuation techniques.

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

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

**Notes to the financial statements
For the year ended 31 December 2018**

2. Accounting policies (continued)

2.14 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is pounds sterling.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Consolidated Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

2.15 Current and deferred taxation

Tax is recognised in the Consolidated statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Current tax

The current 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 Group operates and generates income.

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is recognised on all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

**Notes to the financial statements
For the year ended 31 December 2018**

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The Group 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 year are addressed below:

Useful economic lives of tangible assets (Note 13)

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See Note 13 for the carrying amount of the property, plant and equipment and Note 2.6 for the useful economic lives for each class of assets.

Defined benefit pension scheme (Note 27)

The Group has obligations to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors in determining the net pension obligation in the balance sheet. The assumptions reflect historical experience and current trends. The deferred tax that arises as a result of the surplus in the year has not been recognised because the surplus is not going to result in a repayment of contributions or reduced future contributions.

Determination of lease classification

The Group have significant leases in place. The determination of classification of these leases between operating lease and finance lease requires a number of judgments to be made by management including; whether the ownership of the asset is transferred to the lessee by the end of the lease term, whether the lessee has the option to purchase the asset at a price that is expected to be sufficiently lower than the fair value at the date the option becomes exercisable for it to be reasonably certain, at the inception of the lease, that the option will be exercised, whether the present value of the minimum lease payments amounts to at least substantially all of the fair value of the leased asset at the inception of the lease and whether the leased assets are of such a specialised nature that only the lessee can use them without major modifications.

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

4. Turnover

An analysis of turnover by class of business is as follows:

	2018 £	2017 £
Distillation of gin and the sourcing, packing and distribution of solvents and alcohol products	32,585,923	28,850,012
Rental income	30,779	36,960
	<u>32,616,702</u>	<u>28,886,972</u>

Analysis of turnover by country of destination:

	2018 £	2017 £
United Kingdom	26,356,121	23,795,770
Rest of the world	6,260,581	5,091,202
	<u>32,616,702</u>	<u>28,886,972</u>

5. Operating profit

The operating profit is stated after charging:

	2018 £	2017 £
Depreciation of tangible fixed assets	340,984	306,578
Amortisation of intangible assets, including goodwill	4,286	3,574
Exchange differences	(18,518)	(37,910)
Operating lease rentals	109,766	103,371
Defined contribution pension cost	79,937	62,972
	<u></u>	<u></u>

6. Auditors' remuneration

	2018 £	2017 £
Fees payable to the Group's auditor for the audit of the consolidated annual financial statements	37,450	37,450
	<u></u>	<u></u>
Fees payable to the Group's auditor in respect of:		
The auditing of accounts of the company pursuant to legislation	5,700	5,700
	<u></u>	<u></u>

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

7. Employees

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

	Group 2018 £	Group 2017 £
Wages and salaries	1,987,358	1,879,807
Social security costs	215,252	208,676
Cost of defined contribution scheme	79,937	62,972
	<u>2,282,547</u>	<u>2,151,455</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2018 No.	2017 No.
Administration and management	13	12
Operational, selling and distribution	47	44
	<u>60</u>	<u>56</u>

8. Directors' remuneration

	2018 £	2017 £
Directors' emoluments	402,699	270,625
	<u>402,699</u>	<u>270,625</u>

The highest paid director received remuneration of £180,757 (2017: £175,230).

The annual accrued entitlement under defined benefit pension schemes in respect of the highest paid director amounted to £26,193 (2017: £49,667). The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £11,612 (2017: £Nil).

During the year retirement benefits were accruing to 3 directors (2017: 1) in respect of defined contribution pension schemes, retirement benefits were also accruing to 1 director (2017: 1) in respect of defined benefit pension schemes.

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

9. Interest receivable

	2018	2017
	£	£
Bank interest receivable	48,007	7,655
Other interest receivable	460	301
	<u>48,467</u>	<u>7,956</u>

10. Other finance costs

	2018	2017
	£	£
Net interest on net defined benefit liability	17,000	3,000
	<u>17,000</u>	<u>3,000</u>

11. Taxation

	2018	2017
	£	£
Corporation tax		
Current tax on profits for the year	664,759	539,390
Adjustments in respect of previous periods	8,225	4,753
Total current tax	<u>672,984</u>	<u>544,143</u>
Deferred tax		
Origination and reversal of timing differences	(25,144)	(42,015)
Taxation on profit on ordinary activities	<u>647,840</u>	<u>502,128</u>

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

11. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2017 - lower than) the standard rate of corporation tax in the UK of 19% (2017 - 19.25%). The differences are explained below:

	2018 £	2017 £
Profit on ordinary activities before tax	<u>3,674,612</u>	<u>2,979,033</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017 - 19.25%)	698,176	573,464
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	3,633	8,004
Capital allowances for year in excess of depreciation	6,319	11,531
Adjustments to tax charge in respect of prior periods	8,225	4,753
Book profit on chargeable assets	(4,121)	(1,253)
Pension contributions paid	(38,000)	(48,125)
Pension scheme finance income	(3,230)	(578)
Deferred tax movement	(25,144)	(42,015)
Other tax adjustments	1,982	(3,653)
Total tax charge for the year	<u><u>647,840</u></u>	<u><u>502,128</u></u>

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

12. Intangible assets

Group

	Trademarks £	Goodwill £	Total £
Cost			
At 1 January 2018	35,743	7,905	43,648
Additions	7,126	-	7,126
At 31 December 2018	42,869	7,905	50,774
Amortisation			
At 1 January 2018	4,299	-	4,299
Charge for the year	4,286	-	4,286
At 31 December 2018	8,585	-	8,585
Net book value			
At 31 December 2018	34,284	7,905	42,189
At 31 December 2017	31,444	7,905	39,349

Company

	Trademarks £
Cost	
At 1 January 2018	35,743
Additions	7,126
At 31 December 2018	42,869
Amortisation	
At 1 January 2018	4,299
Charge for the year	4,286
At 31 December 2018	8,585
Net book value	
At 31 December 2018	34,284
At 31 December 2017	31,444

W.H.Palmer & Co. (Industries) Limited

Notes to the financial statements
For the year ended 31 December 2018

13. Tangible fixed assets

Group

	Freehold property £	S/Term Leasehold Property £	Plant & machinery £	Motor vehicles £	Fixtures & fittings £	Assets in the course of construction £	Total £
Cost or deemed cost							
At 1 January 2018	3,087,473	161,579	3,003,655	471,502	163,651	778,521	7,666,381
Additions	-	-	234,023	215,746	142,205	74,228	666,202
Disposals	-	-	-	(164,234)	-	-	(164,234)
Transfers between classes	(5,195)	-	-	-	-	5,195	-
At 31 December 2018	3,082,278	161,579	3,237,678	523,014	305,856	857,944	8,168,349
Depreciation							
At 1 January 2018	16,000	138,317	2,158,775	318,586	129,297	-	2,760,975
Charge for the year on owned assets	16,000	2,967	190,340	97,366	34,311	-	340,984
Disposals	-	-	-	(144,423)	-	-	(144,423)
At 31 December 2018	32,000	141,284	2,349,115	271,529	163,608	-	2,957,536
Net book value							
At 31 December 2018	3,050,278	20,295	888,563	251,485	142,248	857,944	5,210,813
At 31 December 2017	3,071,473	23,262	844,880	152,916	34,354	778,521	4,905,406

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

13 Tangible fixed assets (continued)

Included within Freehold property are land and buildings held at deemed cost less depreciation of £3,055,473 (2017: £3,071,473). If the land and buildings had not been included at valuation they would have been included under the historical cost convention at cost of £947,065 (2017: £947,065) less depreciation of £283,278 (2017: £283,278).

Company

	Freehold property £	Assets in the course of construction £	Total £
Cost or deemed cost			
At 1 January 2018	2,020,000	1,728,994	3,748,994
Additions	-	54,728	54,728
Transfers between classes	1,062,278	(1,062,278)	-
At 31 December 2018	<u>3,082,278</u>	<u>721,444</u>	<u>3,803,722</u>
Depreciation			
At 1 January 2018	16,000	-	16,000
Charge for the year on owned assets	16,000	-	16,000
At 31 December 2018	<u>32,000</u>	<u>-</u>	<u>32,000</u>
Net book value			
At 31 December 2018	<u>3,050,278</u>	<u>721,444</u>	<u>3,771,722</u>
At 31 December 2017	<u>2,004,000</u>	<u>1,728,994</u>	<u>3,732,994</u>

Included within Freehold property are land and buildings held at deemed cost less depreciation of £1,988,000 (2017: £2,004,000). If the land and buildings had they not been included at valuation they would have been included under the historical cost convention at cost of £947,065 (2017: £947,065) less depreciation of £283,278 (2017: £283,278)

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

14. Fixed asset investments

Group

	Unlisted investments £
Cost	
At 1 January and 31 December 2018	<u>63,394</u>
Impairment	
At 1 January and 31 December 2018	<u>62,394</u>
Net book value	
At 31 December 2018	<u>1,000</u>
At 31 December 2017	<u>1,000</u>

Company

	Investments in subsidiary companies £
Cost	
At 1 January and 31 December 2018	<u>160,850</u>

Subsidiary undertakings

The following were subsidiary undertakings of the company and the group

Name	Principal activity	Class of shares	Holding
Alcohols Limited	The distillation of gin and the sourcing, packing and distribution of solvent and alcohol products	1,000 Ordinary shares of £1 each	100%
Trithin Products Limited	Export of chemical products	100 Ordinary shares of £1 each	100%
Alcohols (North West) Limited	Dormant	100,000 Ordinary shares of £1 each	100%
Lang-Met Distillers Limited	Dormant	25,000 Ordinary shares of £1 each	100%
Langley Distillery Limited	Dormant	5,000 Ordinary shares of £1 each	100%

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

15. Investment property

Group

	Freehold investment property £
Valuation	
At 1 January 2018	1,050,000
At 31 December 2018	1,050,000

The 2018 valuations were made by the directors, on an open market value for existing use basis.

Company

	Freehold investment property £	Assets in the course of construction £	Total £
Valuation			
At 1 January 2018	1,050,000	-	1,050,000
At 31 December 2018	1,050,000	-	1,050,000

The 2018 valuations were made by the directors, on an open market value for existing use basis.

16. Stocks

	Group 2018 £	Group 2017 £
Finished goods and goods for resale	1,902,995	1,965,018

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

17. Debtors

	Group 2018 £	Group 2017 £	Company 2018 £	Company 2017 £
Trade debtors	4,863,748	4,413,476	-	-
Amounts owed by group undertakings	-	-	976,250	925,522
Other debtors	39,655	93,357	4,803	-
Prepayments and accrued income	301,177	279,424	-	-
	<u>5,204,580</u>	<u>4,786,257</u>	<u>981,053</u>	<u>925,522</u>

18. Cash and cash equivalents

	Group 2018 £	Group 2017 £	Company 2018 £	Company 2017 £
Cash at bank and in hand	11,167,612	9,958,710	30,198	25,680
Less: reconciling items	(443,242)	(321,627)	-	-
	<u>10,724,370</u>	<u>9,637,083</u>	<u>30,198</u>	<u>25,680</u>

19. Creditors: Amounts falling due within one year

	Group 2018 £	Group 2017 £	Company 2018 £	Company 2017 £
Payments received on account	317,321	320,320	-	-
Trade creditors	1,652,671	2,684,586	-	-
Corporation tax	314,749	289,498	26,592	26,645
Other taxation and social security	249,355	157,339	-	-
Other creditors	65,377	75,892	22,063	-
Accruals and deferred income	774,645	629,277	21,619	39,421
	<u>3,374,118</u>	<u>4,156,912</u>	<u>70,274</u>	<u>66,066</u>

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

20. Financial instruments

	Group 2018 £	Group 2017 £	Company 2018 £	Company 2017 £
Financial assets				
Financial assets that are debt instruments measured at amortised cost	4,903,410	4,506,833	981,053	925,522
Financial assets that are equity instruments measured at cost less impairment	1,000	1,000	-	-
	4,904,410	4,507,833	981,053	925,522
Financial liabilities				
Financial liabilities measured at amortised cost	(2,493,034)	(3,389,755)	(44,017)	(39,421)

Financial assets measured at fair value through profit or loss comprise of amounts owed by group undertakings and trade and other debtors which are included within 'Debtors' in note 17 of these accounts.

Financial assets that are equity instruments measured at cost less impairment comprise unlisted investments which are included within 'Fixed asset investments' in note 14 of these accounts.

Financial liabilities measured at amortised cost comprise of amounts owed to group undertakings, accruals and trade and other creditors which are included within 'Creditors: Amounts falling due within one year' in note 19 of these accounts.

21. Deferred taxation

Group

	2018 £
At beginning of year	(641,281)
Charged to profit or loss	25,144
At end of year	(616,137)

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

21. Deferred taxation (continued)

Company

	2018 £
At beginning of year	(469,654)
Charged to profit or loss	-
At end of year	<u>(469,654)</u>

The provision for deferred taxation is made up as follows:

	Group 2018 £	Group 2017 £	Company 2018 £	Company 2017 £
Accelerated capital allowances	(146,483)	(171,627)	-	-
Fair value adjustments	(469,654)	(469,654)	(469,654)	(469,654)
	<u>(616,137)</u>	<u>(641,281)</u>	<u>(469,654)</u>	<u>(469,654)</u>

22. Parent company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The profit before tax of the parent Company for the year was £374,011 (2017: £374,234).

23. Share capital

	2018 £	2017 £
Allotted, called up and fully paid		
100,000 (2017 - 100,000) Ordinary shares of £1.00 each	<u>100,000</u>	<u>100,000</u>

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
For the year ended 31 December 2018**

24. Reserves

Revaluation reserve

This reserve is used to record increases in the fair value of land and buildings, less any related provision for deferred tax.

Investment property revaluation reserve

To assist with the identification of profits available for distribution this reserve represents changes in the fair value of the company's investment properties to the extent that they are not considered to be distributable to the company's shareholders, less any related provision for deferred tax.

Profit & loss account

This reserve comprises all current and prior period retained profits and losses after deducting any distributions made to the company's shareholders.

Share capital

This represents the nominal value of shares that have been issued by the company.

25. Dividends

	2018	2017
	£	£
Final dividends paid on equity capital of £2.50 (2017: £2.50) per share	250,000	250,000

26. Capital commitments

At 31 December 2018 the Group had capital commitments as follows:

	Group	Group
	2018	2017
	£	£
Contracted for but not provided in these financial statements	43,001	129,428

W.H.Palmer & Co. (Industries) Limited

**Notes to the financial statements
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27. Pension commitments

The Group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in employee owned independently administered funds. The pension cost charge represents contributions payable by the group to the fund and amounted to £79,937 (2017: £62,972).

The Group also operates a defined benefit pension scheme. The overall expected return on assets is calculated as the weighted average of the expected returns on each individual asset class. The expected return on equities is the sum of inflation, the dividend yield, economic growth and investment expenses. The return on gilts and bonds is the current market yield on long term gilts and bonds. The expected return on property has been set equal to the expected return on equities less an allowance for liquidity. The expected return on other assets is broadly the current interest rate set by the Bank of England.

Reconciliation of present value of plan assets:

	2018 £	2017 £
Interest income	17,000	3,000
Actuarial losses	(290,000)	(565,000)
Contributions	200,000	250,000
Derecognition of surplus	73,000	312,000
At the end of the year	-	-

Composition of plan assets:

	2018 £	2017 £
Other	6,608,000	6,891,000
Total plan assets	6,608,000	6,891,000

The amounts recognised in profit or loss are as follows:

	2018 £	2017 £
Interest on obligation	17,000	3,000

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**Notes to the financial statements
For the year ended 31 December 2018**

27. Pension commitments (continued)

Reconciliation of fair value of plan liabilities were as follows:

	2018 £	2017 £
Opening defined benefit obligation	6,301,000	6,403,000
Interest cost	154,000	170,000
Actuarial gains and (losses)	(389,000)	(65,000)
Past service costs	60,000	-
Benefits paid	(338,000)	(207,000)
Closing defined benefit obligation	5,788,000	6,301,000

Reconciliation of fair value of plan assets were as follows:

	2018 £	2017 £
Opening fair value of scheme assets	6,891,000	6,428,000
Expected return on assets	171,000	173,000
Actuarial losses	(316,000)	247,000
Contributions by employer	200,000	250,000
Benefits paid	(338,000)	(207,000)
	6,608,000	6,891,000

The cumulative amount of actuarial gains and losses recognised in the Consolidated statement of comprehensive income was £243,000 (2017 - £877,000).

The expects to contribute £160,000 to its in 2019.

Principal actuarial assumptions at the Balance sheet date (expressed as weighted averages):

	2018 %	2017 %
Discount rate at 31 December	2.9	2.50
Future salary increases	2.3	2.30
Future pension increases	3.3	3.30
CPI inflation	2.3	2.30
Price inflation	3.4	3.40
Mortality rates		
- for a male aged 65 now	23	23 years
- at 65 for a male aged 45 now	25	25 years
- for a female aged 65 now	25	25 years

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27. Pension commitments (continued)

- at 65 for a female member aged 45 now

27 26 years

Amounts for the current and previous four periods are as follows:

Defined benefit pension schemes

	2018	2017	2016	2015	2014
	£	£	£	£	£
Defined benefit obligation	(5,788,000)	(6,301,000)	(6,403,000)	(5,497,000)	(5,620,000)
Scheme assets	6,608,000	6,891,000	6,428,000	5,774,000	5,719,000
Surplus	820,000	590,000	25,000	277,000	99,000
Experience adjustments on scheme liabilities	(11,000)	86,000	22,000	18,000	18,000
Experience adjustments on scheme assets	316,000	247,000	452,000	(188,000)	174,000

28. Commitments under operating leases

At 31 December 2018 the Group and the Company had future minimum lease payments under non-cancellable operating leases as follows:

	Group	Group	Company	Company
	2018	2017	2018	2017
	£	£	£	£
Not later than 1 year	75,750	75,750	75,750	75,750
Later than 1 year and not later than 5 years	82,063	157,812	82,063	157,812
	157,813	233,562	157,813	233,562

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29. Contingent liabilities

VAT group

The company forms a VAT group with Alcohols Limited and Trithin Products Limited and as such is jointly and severally liable for any liabilities as they fall due. No provision has been made because the directors consider that all parties have the financial resources to meet the liability as it falls due and it is therefore unlikely that this company will incur any additional liability. The total VAT liability not recognised in these accounts is £139,980 (2017: £11,670).

Roll over relief on corporation tax charge

Following serious damage from a fire in 2012 at the West Midlands site, a roll over relief claim for corporation tax was made. In line with the rules for claiming roll over relief sufficient funds had not been spent on the 5 acre site purchased for the development and centralisation of group activities within 3 years. The directors are confident that their extended circumstances will be taken into account and HMRC will be lenient in extending the time limits, as such no provision for additional corporation tax liability has been made in these financial statements. The maximum unprovided corporation tax liability is £417,134 plus accruing interest of £41,751 (2017: £28,860).

Assets in the course of construction

Included within tangible fixed assets 'assets in the course of construction' is an amount of £721,444 (2017: £661,521) in relation to sunk costs for the preparation, planning and development of a new site. It is the directors intention to relocate to this new site in a future period, however, if the plans and costs prove uncommercial this new site will not proceed and any sunk costs would be written off to the profit and loss account.

30. Transactions with directors

During the year, the company paid dividends totalling £119,928 (2017: £119,928) to directors and their close family.

During the year the company paid £12,000 (2017: £12,000) to a non-executive director of Alcohols Limited for consultancy services. At the balance sheet date, no amounts were outstanding.

The company has made a loan to a director of the company. Loan repayments totalling £29,816 (2017: £1,800) have been made during the year. There was no balance outstanding at the balance sheet date (2017: £29,622). Interest is charged at 1% per annum. During the year, interest of £194 (2017: £301) was charged.