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# CHAMBERS AND COOK (EUROPEAN SERVICES) LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2020

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# **COMPANY INFORMATION**

**Directors** 

C P Blackburn

P M Blackburn

J A Phillips (resigned 30 November 2019)

Secretary

S R Forrest

Company number

00938984

Registered office

European House Perrywell Road

Witton Birmingham **B6 7AT** 

**Auditor** 

RSM UK Audit LLP

**Chartered Accountants** 

St Philips Point Temple Row Birmingham West Midlands B2 5AF

**Business address** 

European House Perrywell Road

Witton Birmingham **B6 7AT** 

#### **GROUP STRATEGIC REPORT**

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

The directors present the strategic report and financial statements for the year ended 30 September 2020.

The principal activity of the group is that of European road transport and freight forwarding with storage and distribution facilities.

#### Review of the business

Turnover for the group fell by £4.3m to £21.2m (2019: £25.5m). Chambers and Cook Freight Limited saw turnover fall by 8%, Chambers and Cook (Eastern) Limited by 23% and Chambers and Cook (Midlands) Limited by 55%. Eastern suffered from a drop in demand in the second quarter, while the impact of Covid-19 on the exhibition industry ensured that there was no turnover in Midlands in the second half of the year. Freight turnover fell April and May before recovering. Gross margin improved to 20% from 16.7% due to the efficient gains, cost reductions and the lower price of fuel. We continued to increase the number of drivers, reducing reliance on subcontractors and allowing the better utilisation of our fleet.

Administrative expenses Increased by £214k impacted by increased salary costs and increased staffing levels, allowing the group to continue to provide a high quality service to its customers. These costs included an element of redundancy as the group took the decision to cease to trade in the exhibition business as Chambers and Cook (Midlands) with the exhibition industry continuing to be devastated by Covid-19.

Investment in fixed assets, particularly tractor units and trailers is key to the success of the group. However, given the uncertainty of the year, the replacement of vehicles was delayed six months to ensure the viability of such a proposal. In the second half of the year, £530k was invested in new vehicles, again demonstrating our commitment to a newer, more efficient and environmentally friendly fleet.

A cash inflow of £920.6k was achieved in the year, after payment of dividends and finance lease obligations, resulting in a year end cash balance of £1,986.8k. Working capital increased to £2.4m, sufficient to support future growth.

The company does not trade and the reduction in profits before tax to £175k (2019 : £598k) is attributable to the reduction in dividends received from its subsidiaries. There were no significant changes to the composition of the financial position compared to last year.

The directors remain satisfied with the performance of the group.

#### **Future developments**

As for many companies of our size, the business environment in which we operate continues to be challenging. With these risks in mind, we are aware that any plans for the future development of the business may be subject to unforeseen future events outside of our control. However, we will continue to show flexibility and respond to market conditions and opportunities as they arise.

#### Financial risk management objectives and policies

The business activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The group review changes in exchange rates on a regular basis to mitigate any risks.

The business' principal financial instruments comprise bank balances, trade debtors, trade creditors, hire purchase agreements and operating lease agreements.

All of the business' cash balances are held in such a way that achieves a competitive rate of interest. The business makes use of money market facilities where funds are available.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits. The amounts presented in the balance sheet are net of allowances for doubtful debts.

Trade creditors' liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

The liquidity risk in respect of hire purchase and operating lease agreements is managed by ensuring that there are sufficient funds to meet repayments as they fall due.

#### Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for at least 12 months from the date of approval of these financial statements. Thus, the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

#### **GROUP STRATEGIC REPORT**

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### Key risks and uncertainties

#### **Customer retention and diversification**

Our KPI's for key customers, which include timeliness of collection and delivery, are excellent and we have good relations which helps us to be informed of their future plans. We continue to diversify at a group level with new customers by being proactive on sales and recently added digital marketing as a new method to attract customers.

#### Impact of foreign hauliers

In reality we do very little spot business that is open to cheaper hauliers. We are aware of these risks at contract renewal but service levels are a key factor for our customers.

#### Fuel price fluctuations

The majority of customers and all the larger ones have fuel price matrices agreed.

#### Ability to attract drivers

Pay and conditions are regularly reviewed to ensure we offer an attractive package to drivers.

#### **Brexit**

Whilst it is still in its early stages, the group believes there will be further opportunities to increase and diversify income streams as well as benefitting from greater stability now the transition period is passed.

#### Covid-19

The ongoing pandemic does present a challenge to the group. However, the group has followed or enhanced government guidelines to minimise the risk to operations whilst maintaining its duty of care to its employees.

The group has been grateful to receive furlough income, reducing the need for redundancy throughout its companies with the exception of Midlands which had been so badly affected by the exhibition industry collapse.

The group will continue to be vigilant and flexible in its approach to protect its stakeholders and its employees.

#### Compliance with laws and regulations

Compliance to our Operators Licence conditions are continually and closely monitored, as are Health and Safety risks. We also keep up to date with other requirements and remain informed through various information sources and trade bodies.

#### Key performance indicators

In alignment with group policy, the group considers its financial Key Performance Indicators ("KPIs") to be those which drive shareholder value, namely profitability.

	2020 £	2019 £
Operating profit	847,424	931,174

By order of the board

S R Forrest Secretary

Date 04/05/2021

#### **DIRECTORS' REPORT**

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

The directors present their annual report and financial statements for the year ended 30 September 2020.

#### **Directors**

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

J A Phillips (resigned 30 November 2019) C P Blackburn P M Blackburn

#### Results and dividends

The results for the year are set out on page 7.

Particulars of dividends paid are detailed in note 10 to the financial statements.

#### Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

#### Auditor

RSM UK Audit LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

#### Statement of disclosure to auditor

So far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

#### Strategic report

The group has chosen in accordance with 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out in the group's strategic report information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 within the Strategic Report. This includes information that would have been included in the business review and the principal risks and uncertainties.

By order of the board

S R Forrest

Secretary

Date 04/05/2021

#### **DIRECTORS' RESPONSIBILITIES STATEMENT**

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the 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 and then apply them consistently;
- make judgements 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 company and the group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHAMBERS AND COOK (EUROPEAN SERVICES) LIMITED

#### **Opinion**

We have audited the financial statements of Chambers & Cook (European Services) Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 September 2020 which comprise Statement of Comprehensive Income, Statements of Financial Position, Statements of Changes in Equity and Statement of Cashflows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 30 September 2020 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

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

#### Conclusions relating to going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast
  significant doubt about the 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 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. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

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

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

the information given in the strategic report and the directors' report for the financial year for which the
financial statements are prepared is consistent with the financial statements; and
the strategic report and the directors' report have been prepared in accordance with applicable legal
requirements.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHAMBERS AND COOK (EUROPEAN SERVICES) LIMITED (CONTINUED)

#### 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 their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report and 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 set out on page 4, 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.

#### 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: http://www.frc.org.uk/auditorsresponsibilities This description forms part of our auditor's report.

#### 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.

Richard Eccles FCA (Senior Statutory Auditor)

For and on behalf of RSM UK Audit LLP, Statutory Auditor

**Chartered Accountants** 

RSM UK Aubit LLP/

St Philips Point

Temple Row

Birmingham

West Midlands

B2 5AF

Date 14 May 2021

#### CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

	Note	Continuing Operations £	Discontinued Operations £	2020 Total £	Continuing Operations £	Discontinued Operations £	2019 Total £
Turnover Cost of sales	3	20,029,513 (16,020,635)	1,145,638 (925,297)	21,175,151 (16,945,932)	22,957,915 (19,104,454)	2,559,648 (2,140,926)	25,517,563 (21,245,380)
Gross profit		4,008,878	220,341	4,229,219	3,853,461	418,722	4,272,183
Administrative expenses Other operating income	-	(3,251,202) 133,325	(325,493) 61,575	(3,576,695) 194,900	(3,002,347)	(359,864)	(3,362,211) 21,202
Operating profit	4	891,001	(43,577)	847,424	872,316	58,858	931,174
Interest payable and similar charges	8	(30,863)	<u> </u>	(30,863)	(47,467)		(47,467)
Profit/(loss) on ordinary activities before taxation		860,138	(43,577)	816,561	824,849	58,858	883,707
Taxation	9	(203,355)	1,046	(202,309)	(158,403)	(10,841)	(169,244)
Profit and total comprehensive income for the financial year	23	656,783	(42,531)	614,252	666,446	48,017	714,463

Total comprehensive income for the year is all attributable to the owners of the parent company.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

### **AS AT 30 SEPTEMBER 2020**

		202	0	201	19
	Note	£	£	£	£
Fixed assets					
Intangible assets	11		200,968		258,388
Tangible assets	12		3,634,097		3,826,018
•			3,835,065		4,084,406
Current assets					
Stocks	15	18,374		22,493	
Debtors due within one year	16	4,512,689		5,183,666	
Cash at bank and in hand		1,986,848		1,066,254	•
		6,517,911		6,272,413	
Creditors: amounts falling due within one year	17	(4,057,575)		(4,544,623)	
Net current assets			2,460,336		1,727,790
Total assets less current liabilities			6,295,401		5,812,196
Creditors: amounts falling due after more than one year	18		(1,202,210)		(1,100,449)
anter more than one year			(1,202,210)		(1,100,445)
Provisions for liabilities	20		(339,293)		(272,101
Net assets			4,753,898		4,439,646
Capital and reserves					
Called up share capital	22		10,000		10,000
Profit and loss account	23		4,743,898		4,429,646
Total equity			4,753,898		4,439,646

The financial statements on pages 7 to 29 were approved by the board of directors and authorised for issue on 0.10512021... and are signed on its behalf by:

P M Blackburn Director

### **COMPANY STATEMENT OF FINANCIAL POSITION**

#### **AS AT 30 SEPTEMBER 2020**

		202	0	201	9
	Note	£	£	£	£
Fixed assets					
Tangible assets	12		707,978		722,232
Investments	13		303,504		303,504
			1,011,482		1,025,736
Current assets					
Debtors due under one year	16	137,061		652,996	
Cash at bank	_	404,044		283,609	
		541,105		936,605	
Creditors: amounts falling due		•		·	
within one year	17	(216,819)		(488,969)	
Net current assets			324,286	·	447,636
Total assets less current liabilities			1,335,768		1,473,372
Capital and reserves					
Called up share capital	22		10,000		10,000
Profit and loss account	23		1,325,768		1,463,372
Total equity			1,335,768		1,473,372

#### Company statement of Comprehensive Income

As permitted by s408 Companies Act 2006, the company has not presented its own statement of comprehensive income and related notes. The company's profit for the year was £162,396 (2019: £580,346).

The financial statements on pages 7 to 29 were approved by the board of directors and authorised for issue on  $\Omega \times \Omega = 0.000$ , and are signed on its behalf by:

P M Blackburn Director

# **CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	Profit and Share loss capital reserves		Total	
	£	£	£	
Balance at 1 October 2018	10,000	4,315,183	4,325,182	
Year ended 30 September 2019:				
Profit and total comprehensive income for the year Dividends	-	714,463 (600,000)	714,463 (600,000)	
Balance at 30 September 2019	10,000	4,429,646	4,439,645	
Year ended 30 September 2020:				
Profit and total comprehensive income for the year Dividends	-	614,252 (300,000)	614,252 (300,000)	
Balance at 30 September 2020	10,000	4,743,898	4,753,897	

# **COMPANY STATEMENT OF CHANGES IN EQUITY**

	Profit and Share loss capital reserves		Total	
	£	£	. <b>£</b>	
Balance at 1 October 2018	10,000	1,483,026	1,493,026	
Year ended 30 September 2019:				
Profit and total comprehensive income for the year Dividends	<u>-</u>	580,346 (600,000)	580,346 (600,000)	
Balance at 30 September 2019	10,000	1,463,372	1,473,372	
Year ended 30 September 2020:				
Profit and total comprehensive income for the year Dividends	·. -	162,396 (300,000)	162,396 (300,000)	
Balance at 30 September 2020	10,000	1,325,768	1,335,768	

# **CONSOLIDATED STATEMENT OF CASH FLOWS**

	Not-	202	. £	20°	19 £
	Note	£	<b>2.</b>	£.	L
Cash flows from operating activities					
Cash generated from operations Interest paid Income taxes paid	27		2,156,432 (30,863) (79,620)		1,830,124 (47,467) (251,762)
Net cash from operating activities			2,045,949		1,530,895
Investing activities					
Purchase of tangible fixed assets Proceeds on disposal of tangible		(78,410)		(96,715)	
fixed assets Acquisition of subsidiary (net of		123,250		147,900	
cash acquired)		-		(296,146)	
Net cash generated used in investing	- 9				
activities			44,840		(244,961)
Finance activities Payment of finance leases					
obligations		(420,195)		(626,395)	
Dividends paid to equity shareholders	_	(750,000)	•	(400,000)	
Net cash used in financing activities			(1,170,195)		(1,026,395)
Net increase in cash and cash equivalents			920,594		259,539
Cash and cash equivalents at					
beginning of year			1,066,254		806,715

#### NOTES TO THE FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 1 Accounting policies

#### Company information

Chambers and Cook (European Services) Limited is a private company limited by shares incorporated in England and Wales. The registered office is European House, Perrywell Road, Witton, Birmingham, B6 7AT.

The group consists of Chambers and Cook (European Services) Limited and all of its subsidiaries.

The company's and the group's principal activities and nature of its operations are disclosed in the Directors' Report and Strategic Report.

#### Basis of accounting

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006, including the provisions of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, and under the historical cost convention.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The principal accounting policies adopted are set out below.

#### Reduced disclosures

In accordance with FRS 102, the Company has taken advantage of the exemptions from the following disclosure requirements;

- Section 7 'Statement of cash flows' Presentation of a Statement of Cash Flow and related notes and disclosures
- Section 33 'Related Party Disclosures' Compensation for key management personnel

The financial statements of the company are included in these consolidated financial statements.

#### Basis of consolidation

The consolidated financial statements incorporate those of Chambers and Cook (European Services) Limited and all of its subsidiaries (i.e. entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes. All financial statements are made up to 30 September 2020.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the Group.

The cost of a business combination is the fair value at the acquisition date, of the assets given, equity instruments issued and liabilities incurred, plus directly attributable costs. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 1 Accounting policies (Continued)

#### Going concern

Through close management and tight cost control the group and its principal subsidiaries have maintained profitability and strong cash and net asset levels throughout the challenging Covid-19 period up to the date of signing these financial statements.

The group has benefited from its large customer base with has mitigated the impact of Covid-19 on sales, as the group and its principal subsidiaries are not reliant or overexposed to any particular customer or sector.

The directors have undertaken a comprehensive review of the group's forecast profitability and cash position to June 2022. As part of this review, the Directors considered the potential impact of the pandemic and other factors.

At the time of approving the financial statements taking into account the impact of Covid-19 and the future opportunities presented by Brexit in diversifying income streams, the Directors believe that the group has adequate resources to continue in operational existence for the foreseeable future. Thus, the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

#### Turnover

Turnover represents the value, net of value added tax, of services supplied to customers during the year. Turnover is recognised when the services are provided to customers.

#### Intangible fixed assets

Intangible fixed assets, which comprise operating licences, are is capitalised and written off over five years as, in the opinion of the directors, this represents the period over which the asset is expected to give rise to economic benefits.

#### Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Freehold property
60 years straight line
Plant and machinery
15% reducing balance
Trailers and tractor units (included in plant and machinery)
6 - 10 years straight line
Fixtures, fittings and equipment
15% reducing balance
Motor vehicles
25% reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset and is credited or charged to profit or loss.

#### **Impairment**

An assessment is made at each reporting date of whether there are indications that a fixed asset may be impaired or that an impairment loss previously recognised has fully or partially reversed. If such indications exist, the Group estimates the recoverable amount of the asset or, for goodwill, the recoverable amount of the cash-generating unit to which the goodwill belongs.

Shortfalls between the carrying value of fixed assets and their recoverable amounts, being the higher of fair value less costs to sell and value-in-use, are recognised as impairment losses. Impairments of revalued assets are treated as a revaluation loss. All other impairment losses are recognised in profit or loss.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 1 Accounting policies (Continued)

#### Impairment (continued)

Any impairment loss recognised for goodwill is not reversed. For fixed assets other than goodwill, recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Reversals of impairment losses are recognised in profit or loss or, for revalued assets, as a revaluation gain. On reversal of an impairment loss, the depreciation or amortisation is adjusted to allocate the asset's revised carrying amount (less any residual value) over its remaining useful life.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

#### Fixed asset investments

In the accounts of the company, interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

#### Stocks

Consumable stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

#### Cash and cash equivalents

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

#### Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the group becomes party to the contractual provisions of the instrument.

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

#### Basic financial assets

Basic financial assets, which include trade and other debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

#### Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 1 Accounting policies (Continued)

#### Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

#### Basic financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans and loans from fellow group companies are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

#### Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the group's contractual obligations are discharged, cancelled, or they expire.

#### **Equity instruments**

Equity instruments issued by the group are recorded at the fair value of the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

#### **Taxation**

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

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

#### **Employee benefits**

The costs of short-term employee benefits are recognised as a liability and an expense.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 1 Accounting policies (Continued)

#### Retirement benefits

The group operates a defined contribution pension scheme and the pension charge represents the amounts payable by the group to the fund in respect of the year. Differences between contributions payable in the year and contributions actually paid are shown as either other creditors or other debtors in the balance sheet. The assets of the scheme are held separately from those of the group in an independently administered fund.

#### Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to the income statement so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

#### Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date or the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

#### **Government Grants**

The group has received funding from the UK government in relation to Covid-19. Government income is recognised in profit or loss (within other income) on a systematic basis over the periods in which the group recognises costs for which the grants are intended to compensate.

#### 2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 2 Judgements and key sources of estimation uncertainty (continued)

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities in the next financial year are:

- the useful economic lives of tractor and trailer units. Historic experience and management knowledge is
  used to assess expected useful life at each balance sheet date; and
- the classification of leases or plant and equipment as operating on finance leases. The criteria set out in FRS 102 are used to assess this;
- the classification of Chambers and Cook (Midlands) Limited as a discontinued operation. While the
  company had not been 'disposed of', it had ceased trade in the exhibition business by the balance sheet,
  therefore, management judgement along with the criteria set out in FRS 102 have been used in this
  assessment.

#### 3 Turnover and other revenue

All turnover arises from the group's principal activity. The analysis of turnover by geographical market is as follows:

		2020 £	· 2019
	United Kingdom	15,269,592	17,066,110
	Europe	5,905,559	8,451,453
		21,175,151	25,517,563
4	Operating profit		
		2020	2019
		£	£
	Operating profit for the year is stated after charging/(crediting):		
	Property rental income	(30,361)	(21,202)
	Depreciation of owned tangible fixed assets	246,953	321,346
	Depreciation of tangible fixed assets held under finance leases	382,740	401,718
	Profit on disposal of tangible fixed assets	(5,475)	(29,173)
	Exchange losses	9,676	24,038
	Amortisation of intangible fixed assets	57,420 <sup>-</sup>	28,710
	Impairment of trade debtors	29,233	14,794
	Operating lease charges	568,456	508,354
5	Auditor's remuneration		
		2020	2019
	Fees payable to the company's auditor and associates:	£	£
	For audit services		
	Audit of the financial statements of the group and company	5,400	5,000
	Audit of the company's subsidiaries	27,600	22,750
		33,000	27,750
		, ,,,,,	<del></del>

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 6 Employees

The average monthly number of persons (including directors) employed by the group during the year was:

	2020	2019
	Number	Number
Haulage and maintenance	86	77
Office and management	45	41
	131	118
Their aggregate remuneration comprised:		
	2020 £	2019 £
Wages and salaries	4,840,084	4,302,396
Social security costs	506,106	478,915
Pension costs	107,023	91,550
	5,453,213	4,871,807
		<del> </del>

<sup>3</sup> people were employed by the company in 2020 (2019: 3), being the directors and officers. The remuneration of the directors is disclosed below.

#### 7 Directors' remuneration

	2020 £	2019 £
Remuneration for qualifying services  Company pension contributions to defined contribution schemes	991,266 11,500	911,229 19,200
	1,002,766	930,429

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2019: 2).

Remuneration disclosed above includes the following amounts paid to the highest paid director:

Remuneration for qualifying services 535,621 418,586

The remuneration of key management personnel (including pension contributions and national insurance contributions) amounted to £1,390,289 (2019: £1,227,676).

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

8	Interest payable and similar charges	2020	2019
		£	£
	Interest on finance leases and hire purchase contracts	30,863	47,467
9	Taxation		
		2020	2019
		£	£
	UK corporation tax on profits for the current period	135,117	106,174
	Over provision in previous period	-	(3,264)
	Deferred tax		
	Origination and reversal of timing differences	67,192	66,334
	Total tax charge	202,309	169,244
•	The charge for the year can be reconciled to the profit per the income statement	as follows:	
		2020	2019
	Profit before taxation	£	£
	Front before taxation	816,561	883,707
	Expected tax charge based on the standard rate of corporation tax in the UK		
	of 19% (2019: 19%)	155,147	167,904
	Tax effect of expenses that are not deductible in determining taxable profit	1,532	844
	Deferred tax rate change Other	32,012	406
	Other	13,618	496 
	Tax expense for the year	202,309	169,244
10	Dividends		
10	Dividends	2020	2019
		£	£
	Interim paid (£30 per share (2019: £15))	300,000	150,000
	Final paid (£nil per share (2019: £45))		450,000
		300,000	600,000

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

l1 Intangibl	e fixed assets	2020
Group		£
30 Septer	mber 2019 and 2020	287,098
Amortisa	tion and impairment	
30 Septer	mber 2019	28,710
Amortisat	ion	57,420
30 Septer	nber 2020	86,130
Carrying	amount	·
30 Septer	nber 2020	200,968
30 Septer	nber 2019	258,388

The amortisation of intangible fixed assets is included within administrative expenses.

Intangible fixed assets, which comprise operating licences, were acquired with the business of Transporte Internationale Limited during the prior year.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12 Tangible fixed a	issets
---------------------	--------

Group					
·	Freehold		Fixtures,		
	land and	Plant and	fittings and	Motor	
	buildings	machinery	equipment	vehicles	Total
04	£	£	£	£	£
Cost At 1 October 2019	1 110 510	6 224 706	300 000	116,685	7,944,990
Additions	1,118,510	6,321,786 530,152	388,009 25,395	110,005	555,547
Disposals	-	(1,003,770)	(30,034)	-	(1,033,804)
Transfer	-	-	-	-	-
At 30 September 2020	1,118,510	5,848,168	383,370	116,685	7,466,733
·					
Depreciation and impairment					
At 1 October 2019	396,278	3,389,205	312,601	20,888	4,118,972
Depreciation charged in the year Eliminated in respect of disposals	14,254	575,994 (894,528)	15,496 (21,501)	23,949	629,693 (916,029)
Transfer		-	-		(010,020)
At 30 September 2020	410,532	3,070,671	306,596	44,837	3,832,636
Carrying amount				=======================================	-
At 30 September 2020	707,978	2,777,497	76,774	71,848	3,634,097
At 30 September 2019	722,232 ————	2,932,581	75,408 ————	95,797	3,826,018
Company	,				Freehold
					land &
					property £
At 1 October 2019 and 30 September	er 2020				1,118,510
Depreciation and impairment					
At 1 October 2019					396,278
Depreciation charged in the year					14,254
At 30 September 2020					410,532
Carrying amount					<b>30-4-</b>
At 30 September 2020					707,978 ————
At 30 September 2019					722,232

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12	Tangible fixed assets (Continued)			
	Leased plant and machinery The net carrying value of tangible fix- leases:	ed assets includes the follow	ing in respect of assets held u	nder finance
			Group 2020 £	2019 £
	•			
	Plant and machinery		2,000,416	2,273,751
	Motor vehicles	•	71,848	95,797
			2,072,264	2,369,548
<b>13</b>	Fixed asset investments			
			Company 2020	2019
		Note	£	£
	Investments in subsidiaries	14	303,504	303,504
	Movements in fixed asset investme	ents		
	Company			res in group ndertakings
				£
	Cost or valuation			
	At 1 October 2019 Additions			303,504
	At 30 September 2020			303,504
	Carrying amount			
	At 30 September 2020			303,504
	At 30 September 2019			303,504

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 14 Subsidiaries

Details of the company's subsidiaries at 30 September 2020 are as follows:

Name of undertaking and cour incorporation or residency	ntry of	Nature of business	Class of shareholding	% Held Direct Indirect
Chambers and Cook Freight Limited	England and Wales	European road transport and freight	Ordinary	100.00
Chambers and Cook (Midlands) Limited	England and Wales	Freight forwarding	Ordinary	100.00
Chambers and Cook (Eastern) Limited	England and Wales	European road transport and freight	Ordinary	100.00
Chambers and Cook Limited	England and Wales	Dormant .	Ordinary	100.00
Transporte Internationale Limited	d England and Wales	European road transport and freight	Ordinary	100.00

The registered office address of each of these companies is European House, Perrywell Road, Witton, Birmingham, B6 7AT.

The results of all subsidiaries listed above are included within these consolidated financial statements.

The subsidiary company Chambers and Cook Limited has taken the available audit exemption for dormant companies under section 480 of the Companies Act 2006.

#### 15. Stocks

				Group 2020 £	2019 £
	Consumable stocks			18,374	22,493
16	Debtors				
		Group		Company	
		2020	2019	2020	2019
		£	£	£	£
	Trade debtors	3,961,582	4,866,926	3,000	10,248
	Amounts due from fellow group undertakings	-	-	134,061	642,748
	Other debtors	9,514	7,646	-	-
	Prepayments and accrued income	541,593	309,094		
		4,512,689	5,183,666	137,061	652,996
	•		<u> </u>	· · · · · · · · ·	

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 30 SEPTEMBER 2020

			Group		Company	
			2020	2019	2020	2019
		Note	£	£	£	1
	Obligations under finance leases	19	504,655	541,210	-	
	Trade creditors		2,098,027	2,207,617	9,000	6,600
	Other taxation and social security		782,370	404,927	5,457	5,19 <sup>-</sup>
	Corporation tax payable		116,825	61,327	12,115	18,08
	Other creditors		61,990	62,472	3,000	3,99
A	Accruals and deferred income		493,708	1,267,070	187,247	455,100
			4,057,575	4,544,623	216,819	488,969
8 (	Creditors: amounts falling due afte	i illore tilai	i one year			
8 (		Note	Tone year		Group 2020 £	2019
	Obligations under finance leases		Tone year		2020	1
C		Note	Tone year		2020 £ 1,202,210	1
C	Dbligations under finance leases	Note	Tone year		2020 £ 1,202,210 Group	1,100,44\$
C	Dbligations under finance leases	Note	Tone year		2020 £ 1,202,210 Group 2020	1,100,449
) <b>F</b>	Dbligations under finance leases	Note 19	Tone year		2020 £ 1,202,210 Group	1,100,449
9 <b>F</b>	Obligations under finance leases Finance lease obligations Future minimum lease payments due	Note 19	Tone year		2020 £ 1,202,210 Group 2020 £	1,100,449 2019 £
C F F fi L	Obligations under finance leases Finance lease obligations Future minimum lease payments due inance leases:	Note 19	Tone year		2020 £ 1,202,210 Group 2020	1

Obligations under finance leases are secured against the asset to which they relate and bear finance charges at a rate of 0.85% per year (2019: 1.20% to 1.40% per year).

Finance lease payments represent rentals payable by the group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is five years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 20 Deferred taxation

Deferred tax assets and liabilities are offset where the group or company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

Group	Liabilities 2020 £	Liabilities 2019 £
Accelerated capital allowances	339,010	270,851
Other timing differences	283	1,250
	339,293	272,101
The company has no deferred tax assets or liabilities.		
		Group
		2020
Movements in the year:		£
Liability at 1 October 2019		272,101
Charge to profit or loss		67,192
Liability at 30 September 2020		339.293

The deferred tax liability set out above is expected to reverse within approximately 10 years and relates to accelerated capital allowances that are expected to mature within the same period.

#### 21 Retirement benefit schemes

Defined contribution schemes	2020 £	2019 £
Charge to profit or loss in respect of defined contribution schemes	107,023	91,550

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

Contributions totalling £14,778 (2019: £12,209) were payable to the fund at the year end and are included in creditors.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 22 Share capital

	Group a	and Company
	2020	2019
Ordinary share capital	£	£
Issued and fully paid		
10,000 Ordinary shares of £1 each	10,000	10,000

The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.

#### 23 Reserves

#### Profit and loss reserves

The profit and loss reserves represents the cumulative profits and losses of the group net of distributions to owners.

#### 24 Operating lease commitments

#### Lessee

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group	
	2020	2019
	£	£
Within one year	426,211	354,352
Between two and five years	616,127	853,116
	1,042,338	1,207,468
		· · · · · · · · · · · · · · · · · · ·

The outstanding commitments on operating leases held by Chambers and Cook Eastern Limited with respect to trucks are guaranteed by Chambers and Cook (European Services) Limited.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

#### 25 Related party transactions

During the year the group entered into the following transactions with related parties:

	Sales		Purchases	
	2020	2019	2020	2019
	£	£	£	£
Group				
Entities with common shareholders and				
directors	-	68,303	-	195,000
	<u> </u>			

The following amounts were outstanding at the reporting end date:

The following amounte ware outstanding at the reporting one date.	•		
	Amounts owed to related parties		
	2020	2019	
	£	£	
Group			
Entities with common shareholders and directors	n/a	n/a	
The following amounts were outstanding at the reporting end date:			
	Amounts owed by parties	y related	
	2020	2019	
•	£	£	
Group			
Entities with common shareholders and directors	n/a	n/a	

#### 26 Directors' transactions

During the year the group made advances to a director of £492,843 (2019: £89,657). The directors made payments on behalf of the group totalling £492,843 (2019: £89,854). During the year dividends paid to directors and connected parties amounted to £300,000 (2019: £600,000). At the year end £nii (2019: £nii) was owed by a director. No interest was charged in respect of this balance.

In addition, during the year, the group made advances to the directors of £11,584 (2019: £10,980). The directors made payments on behalf of the group totalling £5,000 (2019: £16,349). At the year end £7,491 (2019: £907) was owed by directors. No interest was charged in respect of this balance.

Dividends paid to directors totalled £225,000 (2019: £270,000) and amounts owing to directors at 30 September 2020 were £nil (2019: £202,500)

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 30 SEPTEMBER 2020

27	Cash generated from group operations		
	general genera	2020	2019
		£	£
	Profit for the year after tax	614,252	714,463
	Adjustments for:		
	Taxation	202,309	169,244
	Interest payable	30,863	47,467
	Gain on disposal of tangible fixed assets	(5,475)	(29,173)
	Depreciation of tangible fixed assets	629,693	723,065
	Amortisation of intangible fixed assets	57,420	28,710
	Movements in working capital:		
	Decrease in stocks	4,119	(15,178)
	Decrease in debtors	679,242	11,327
	Decrease in creditors	(55,991)	180,199
	Generated from operations	2,156,432	1,830,124

#### 28 Parent company guarantee

Chambers and Cook (European Services) Limited has guaranteed the liabilities of the following subsidiaries in order for them to qualify for the exemption from audit under section 479A of the Companies Act 2006 in respect of the year ended 30 September 2020

• Transporte Internationale Limited – company number 01670506

#### 29 Discontinued operations

During the year, as a result of the exhibition industry suffering due to Covid-19, Chambers and Cook (Midlands) Limited discontinued operations in the exhibition sector. Management are currently assessing this company with a view to continue trading with its existing operational licence.

### 30 Consolidated analysis of changes in net (debt)/cash

	30 September 2019	Cash flow	New finance leases	30 September 2020
	£	£	£	£
Cash at bank and in hand Obligations under finance leases	1,066,254 (1,641,659)	920,594 420,195	(485,401)	1,986,848 (1,706,865)
Total net (debt)/cash	(575,405)	1,340,789	(485,401)	279,983