

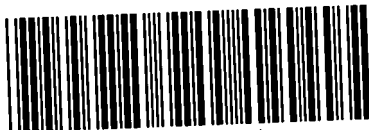
Company Registration No. 00976278 (England and Wales)

**LYDALL INDUSTRIAL FILTRATION (EMEA)
LIMITED**

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2017**

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LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2017

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 profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 DECEMBER 2017**

	Notes	2017 £	£	2016 £	£
Fixed assets					
Goodwill	5		22,055		118,443
Other intangible assets	5		88,095		113,298
Total intangible assets	5		110,150		231,741
Tangible assets	6		202,452		197,527
Current assets					
Stocks	7	450,408		366,543	
Debtors	8	1,942,553		1,715,579	
Cash at bank and in hand		979,295		944,075	
			3,372,256		3,026,197
Creditors: amounts falling due within one year	9	(1,456,856)		(1,379,098)	
Net current assets			1,915,400		1,647,099
Total assets less current liabilities			2,228,002		2,076,367
Creditors: amounts falling due after more than one year	10		(412,849)		(412,849)
Provisions for liabilities	12		(2,853)		-
Net assets			1,812,300		1,663,518
Capital and reserves					
Called up share capital	14	1,750,000		1,750,000	
Profit and loss reserves		62,300		(86,482)	
Total equity			1,812,300		1,663,518

The directors of the company have elected not to include a copy of the income statement within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 DECEMBER 2017

The financial statements were approved by the board of directors and authorised for issue on 21/9/18 X DATE
and are signed on its behalf by:



LSI CM

A V Gibson

Director

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1 Accounting policies

Company information

Lydall Industrial Filtration (EMEA) Limited is a private company limited by shares incorporated in England and Wales. The registered office is 3rd Floor, 1 Ashley Road, Altrincham, Cheshire, WA14 2DT. The principal place of business is Burslem, Stoke on Trent.

Accounting convention

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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

Lydall Industrial Filtration (EMEA) Limited is a wholly owned subsidiary of Lydall Inc. and the results of Lydall Industrial Filtration (EMEA) Limited are included in the consolidated financial statements of Lydall Inc. which are available from One Colonial Road, Manchester, Connecticut, USA, 06042-2307.

Going concern

The directors have concluded that it is appropriate to prepare the accounts on a going concern basis as the company had adequate cash resources and financial projections indicate that the company will continue to trade within its existing bank facilities.

Turnover

The turnover shown in the profit and loss account represents the value of all goods sold during the period, less returns received, at selling price exclusive of Value Added Tax. Sales are recognised at the point at which the company has fulfilled its contractual obligations and the risks and rewards attaching to the product, such as obsolescence, have been transferred to the customer.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Intangible fixed assets - goodwill

Goodwill representing the excess of the purchase price compared with the fair value of net assets acquired is capitalised and written off evenly over 5 years as in the opinion of the directors this represents the period over which the goodwill is effective. Goodwill is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

1 Accounting policies (Continued)

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

Software	5 years
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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:

Leasehold improvements	Over the period of the lease
Plant and machinery etc.	6 - 20% straight line

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 of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand, and deposits held at call with banks.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

1 Accounting policies (Continued)

Financial instruments

The company 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 company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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.

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 company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other creditors, and loans from fellow group companies, are initially recognised at transaction price.

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

Equity instruments

Equity instruments issued by the company are recorded at the fair value of 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 company.

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 assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting period.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

1 Accounting policies (Continued)

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 or a right to pay less tax in the future have occurred by the balance sheet date with certain limited exceptions.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is calculated on an undiscounted basis at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

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.

Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

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 leased asset are consumed.

Amounts due from lessees under finance leases are recognised as receivables at the amount of the company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the company's net investment outstanding in respect of leases.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

1 Accounting policies (Continued)

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 of 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.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 80 (2016 - 80).

3 Directors' remuneration

	2017 £	2016 £
Remuneration paid to directors	-	19,000

4 Operating profit

	2017 £	2016 £
Operating profit for the year is stated after charging:		
Fees payable to the company's auditor for the audit of the company's financial statements	10,000	10,000

5 Intangible fixed assets

	Goodwill £	Software £	Total £
Cost			
At 1 January 2017 and 31 December 2017	481,939	126,015	607,954
Amortisation and impairment			
At 1 January 2017	363,496	12,717	376,213
Amortisation charged for the year	96,388	25,203	121,591
At 31 December 2017	459,884	37,920	497,804
Carrying amount			
At 31 December 2017	22,055	88,095	110,150
At 31 December 2016	118,443	113,298	231,741

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

6 Tangible fixed assets

	Leasehold improvements	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 January 2017	295,198	975,601	1,270,799
Additions	-	24,996	24,996
At 31 December 2017	295,198	1,000,597	1,295,795
Depreciation and impairment			
At 1 January 2017	157,284	915,988	1,073,272
Depreciation charged in the year	15,778	4,293	20,071
At 31 December 2017	173,062	920,281	1,093,343
Carrying amount			
At 31 December 2017	122,136	80,316	202,452
At 31 December 2016	137,914	59,613	197,527

7 Stocks

	2017 £	2016 £
Stocks	450,408	366,543

8 Debtors

	2017 £	2016 £
Amounts falling due within one year:		
Trade debtors	1,922,489	1,613,959
Amounts owed by group undertakings	16,074	70,289
Other debtors	3,990	14,777
	1,942,553	1,699,025
Amounts falling due after more than one year:		
Deferred tax asset	-	16,554
Total debtors	1,942,553	1,715,579

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

9 Creditors: amounts falling due within one year

	2017 £	2016 £
Trade creditors	218,197	142,153
Amounts due to group undertakings	525,655	934,624
Corporation tax	47,143	-
Other taxation and social security	178,169	110,924
Other creditors	487,692	191,397
	<u>1,456,856</u>	<u>1,379,098</u>

10 Creditors: amounts falling due after more than one year

	2017 £	2016 £
Other creditors	<u>412,849</u>	<u>412,849</u>

Other borrowings include amounts owed to group undertakings. The loan is repayable in one instalment in 2024 and interest is charged at 5% per annum.

11 Borrowings

	2017 £	2016 £
Loans from group undertakings and related parties	<u>412,849</u>	<u>412,849</u>
Payable after one year	<u>412,849</u>	<u>412,849</u>

Other borrowings include amounts owed to group undertakings. The loan is repayable in one instalment in 2024 and interest is charged at 5% per annum.

12 Provisions for liabilities

	2017 £	2016 £
Deferred tax liabilities	<u>2,853</u>	<u>-</u>

13 Reserves

Profit and loss reserves

Cumulative profit and loss net of distribution to owners.

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

14 Called up share capital

	2017 £	2016 £
Ordinary share capital		
Issued and fully paid		
1,750,000 Ordinary shares of £1 each	1,750,000	1,750,000
	<u>1,750,000</u>	<u>1,750,000</u>

The Company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the Company.

15 Operating lease commitments

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

	2017 £	2016 £
Within one year	34,808	25,898
Between one and five years	34,549	29,937
	<u>69,357</u>	<u>55,835</u>

16 Financial commitments, guarantees and contingent liabilities

There is a right of set off on bank balances between the company and its fellow subsidiary, Lydall Industrial Filtration Textile Manufacturing (EMEA) Limited.

17 Related party transactions

Remuneration of key management personnel

	2017 £	2016 £
Aggregate compensation	-	19,000

18 Parent company

At 31 December 2017 the directors consider that there is no ultimate controlling party.

The parent of the smallest group for which consolidated accounts are drawn up of which Lydall Industrial Filtration (EMEA) Limited is a member is Lydall Inc. (Registered Office: One Colonial Road, Manchester, Connecticut, USA, 06042-2307)

LYDALL INDUSTRIAL FILTRATION (EMEA) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

19 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Anthony Steiner FCA.

The auditor was RSM UK Audit LLP.