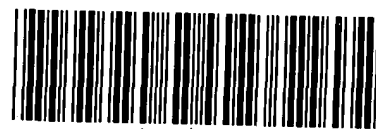


**Unistrut Limited**

**Annual report and financial statements**

**For the year ended 30 September 2020**

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**Unistrut Limited**

**Company Information**

<b>Directors</b>	C E Jones P G Merrick D P Johnson W E Waltz
<b>Company secretary</b>	D Kelly
<b>Registered number</b>	01050870
<b>Registered office</b>	Delta Point Greets Green Road West Bromwich England B70 9PL
<b>Independent auditor</b>	Deloitte LLP Statutory Auditor Four Brindley Place Birmingham United Kingdom B1 2HZ
<b>Bankers</b>	Barclays Bank LLP PO Box 5960 1 Snowhill Snowhill Queensway Birmingham B3 2EP
<b>Solicitors</b>	Eversheds LLP 70 Great Bridgewater Street Manchester M1 5ES

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**Unistrut Limited**

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**Unistrut Limited**

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**Strategic report  
For the year ended 30 September 2020**

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**Principal Activity**

The principal activity of the Company is the manufacture and distribution of metal framing and cable management systems.

**Business model**

The business seeks to provide a complete manufacturing solution to the non-residential building market.

**Business review**

With a market-leading brand and continued customer focus we are in a strong position to continue our strategy of being the preferred supplier of metal framing products and cable management systems in the UK. Cost-out initiatives, investments and a wider customer base has seen year-on-year growth in both revenue and operating profit. Turnover grew in line with expectations from £42,965,000 in 2019 to £45,753,000 in 2020 (6.5%). The Company increased its operating profit from £3,853,000 in 2019 to £5,110,000 in 2020. The net assets decreased from £36,810,000 in 2019 to £34,507,000 in 2020. The decrease was due to the write down of goodwill following the hive up of trade and assets of Marco Gearing Limited.

In March 2020, the UK like the rest of the world found itself the victim of the COVID-19 pandemic. Unistrut's primary responsibility is to the safety and wellbeing of its employees, both in terms of their health and future job security.

Unistrut adhered to Government advice and encouraged employees to work from home where possible.

In direct response to the pandemic Unistrut took the necessary countermeasures, where possible taking advantage of Government schemes e.g. Furlough to ensure the long-term sustainability of the business. The business received £131,508 in furlough grants from the Government.

During the pandemic management continue to review the market and will take all necessary actions to ensure the business' long-term success.

The directors have assessed the impact of the current uncertainty around COVID-19 on all aspects of the business focusing specifically on operations performance and cashflows of the Company. See Directors Report and Note 1 for further considerations.

On the 7th October 2019, Atkore notified employees of its plan to relocate the Marco Cable Management manufacturing facility. The facility is located in Llangefnï, Wales. The decision follows a detailed analysis of facilities within the United Kingdom to determine opportunities to improve our operating performance by aligning costs and manufacturing capacity with current demand and future growth.

On the 3rd February 2020 Unistrut Limited completed the hive up of the trade and assets of its subsidiary entity Marco Gearing Limited.

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## Unistrut Limited

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### Strategic report (continued) For the year ended 30 September 2020

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#### Key performance indicators

The directors assess the performance of the business according to the following key performance indicators:

	2020	2019	Measure
Debtor days	98.9	84.8	DSO: Average debtor payment days
Stock Turns	40.3	33.8	DOH: Average days in stock
EBITDA Margin	8.8%	9.5%	Earnings before interest, Tax, Depreciation and Amortisation as a % of Turnover

A strong lean management philosophy has allowed Unistrut to grow revenue whilst being able to hold lean levels of stock. Stock turns and debtor days appear to have increased year over year, however following the hive up of the Marco Gearing Limited business, the metrics include the Marco balance sheet but only 8 months of trading.

#### Principal risks and uncertainties

The Company operates in an increasingly competitive market and therefore it is essential that the Company continues to compete successfully. Any reduction in economic growth affecting the construction industry may adversely affect the Company's revenue and margins.

The United Kingdom stopped being a member of the European Union (EU) on 31 January 2020 with a transition period due for completion on 31 December 2020. During this transition period the Directors continue to monitor the progress of the planned exit from the EU. Potential impact and associated risks and opportunities are continuously reviewed. At present we see no overall risk to the business. Any risk associated with accessing the European market after leaving the EU has been mitigated by the US parent company acquiring a European based business.

#### Credit risk

The Company has implemented policies that require appropriate credit checks on customers.

#### Future prospects

The combined activities of the Company should allow us to see continued growth in the future. The Company continues to invest in opportunities to expand its product range to offer a broader portfolio supported by its strong branding.

This report was approved by the board on 30th April 2021

and signed on its behalf.



**P G Merrick**  
Director

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## Unistrut Limited

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### Directors' report For the year ended 30 September 2020

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The Directors present their report and the audited financial statements for the year ended 30 September 2020.

#### Directors

The Directors who served during the year, up to and including the date of signing, were:

C E Jones  
P G Merrick  
D P Johnson  
W E Waltz

#### Dividends

No dividend has been paid during the year (2019: Nil) and the Directors do not recommend any such to be paid.

#### Directors' indemnities

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

#### Going Concern

The Directors have reviewed the financial position of the Company, the Company's forecasts and considered the uncertainties arising from the economic environment and have a reasonable expectation that the Company has adequate resources to continue in operational existence for at least 12 months from the date of signing these financial statements.

Accordingly, they continue to adopt the going concern basis in preparing the financial statements. Further considerations are discussed in note 1.

#### Directors' statement of compliance with duty to promote the success of the Company

Section 172 of the Companies Act 2006 requires a Director of a company to act in the way he or she considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole. In doing this, section 172 requires a Director to have regard, among other matters, to: the likely consequences of any decision in the long term; the interests of the company's employees; the need to foster the company's business relationships with suppliers, clients, joint arrangement partners and others; the impact of the company's operations on the community and the environment; the desirability of the company maintaining a reputation for high standards of business conduct; and the need to act fairly with members of the company.

The Directors give careful consideration to the factors set out above in discharging their duties under section 172. The stakeholders we consider in this regard are the people who work for us, our customers and those in the supply chain with whom we engage, our owners, regulatory bodies and those that live in the societies within which we operate. The Directors recognise that building strong relationships with our stakeholders will help us to deliver our strategy in line with our long-term values and operate the business in a sustainable way. We are committed to doing business responsibly and thinking for the long term.

The Directors regularly receive reports from management on issues concerning customers, the environment, suppliers, employees and other stakeholders which it takes into account in its discussions and in its decision-making process under section 172.

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**Directors' report (continued)**  
**For the year ended 30 September 2020**

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**Environmental matters**

Atkore Inc. (the Company's ultimate parent) recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the Group's activities. The Company operates in accordance with group policies, which are described in the Group's Annual Report which does not form part of these Financial Statements. A copy can be obtained from the address in note 22. Initiatives designed to minimize the Company's impact on the environment include safe disposal of manufacturing waste, recycling and reducing energy consumption.

**Employee involvement**

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Company continues and the appropriate training is arranged. It is the policy of the Company that the training, career development and promotion of a disabled person should as far as possible, be identical to that of a person who does not suffer from a disability.

**Company's policy for payment of creditors**

The Company's current policy concerning the payment of the majority of its creditors is to pay in accordance with its contractual and other legal obligations. The payment policy applies to all payments to creditors for revenue and capital supplies of goods and services without exception.

**Financial instruments**

The Company's financial risk management objectives and policies are operated by the Board. Treasury policies include defined controls on the use of financial instruments in measuring risk. The principal financial risks faced by the Company relate to interest rates and foreign exchange. The Company does not use derivative financial instruments.

**Business relationships**

*Customers:*

Unistrut aims to fully understand and exceed our customers' needs, wants and preferences and provide greater value to our customers than our competition.

*Suppliers:*

Unistrut Limited seeks to engage suppliers that exemplify its core values of integrity, respect, excellence, teamwork and accountability. Unistrut's commitment to these core values are reinforced in its Guide to Ethical Conduct and Human Rights Policy. Each year, all Unistrut employees are required to sign a commitment statement agreeing to adhere to the Guide to Ethical Conduct and comply with applicable laws, both domestic and international.

Unistrut endeavours to include provisions in its supply agreements and purchase order terms and conditions requiring its suppliers to comply with applicable laws, rules and regulations, including those related to slavery and human trafficking. Unistrut's commitment to sustainable and ethical business is reinforced in its Supplier Integrity and Sustainability Standards. Suppliers are expected to share Unistrut's commitment to human rights and the principles herein, and work diligently towards compliance with the Supplier Integrity Standards if they do not already meet these requirements.

In addition, Unistrut makes an effort to hold regular review meetings with its suppliers to ensure compliance with the terms of their supply agreements and purchase order terms and conditions. If a supplier does not comply with those requirements, that supplier relationship will be terminated.

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**Unistrut Limited**

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**Directors' report (continued)  
For the year ended 30 September 2020**

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**Energy and carbon reporting**

As per the Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 (SI 2018/1155) Unistrut Limited disclosure the following in relation to UK energy use and carbon emissions.

- i. 1,400,000 KWh of electricity and 3,100,000 KWh of gas was consumed by the company for its own use.
- ii. Unistrut does not measure the amount of carbon dioxide equivalent resulting from the purchases of electricity and gas consumed by the company for its own use, including for the purposes of transport.
- iii. Expenditure on Gas and Electricity in the year ended 30 September 2020 accounted for 0.65% of turnover.

Unistrut as part of Atkore are committed to continuously improving our corporate citizenship. The goal of Atkore's Environment, Social and Governance (ESG) effort is to promote growth that takes into account human well-being and the environment. Through the disciplined use of the Atkore Business System, we seek to utilize sustainable business principles and processes that achieve a balance between profitability and protection of all stakeholders including our workers, customers, suppliers and communities, while reducing our impact on the environment and climate.

We seek to utilize sustainable business principles and processes that achieve a balance between profitability and protection of all stakeholders, while reducing our impact on the environment and climate.

**Results and dividends**

The profit for the year, after taxation, amounted to £2,956,000 (2019 - £1,516,000).

Net assets decreased to £34,507,000 (2019: £36,810,000) as a result of the write down of goodwill following the hive up of trade and assets of Marco Gearing Limited.

A discussion of future prospects is given in the Strategic Report.

**Post balance sheet events**

In England, its people and companies', along with other countries around the world, have been impacted by COVID-19. As the UK starts along the roadmap of coming out of lockdown and the vaccination programs continue to be rolled out across the UK and the rest of the world, the Directors of the Company continue with all the necessary safety measures in order to maintain continuity within the business. There has been no further impacts of COVID-19 that are considered to be a post balance sheet event for the Company and therefore no adjustments have been made to the 30 September 2020 financial results.

**Disclosure of information to auditor**

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's auditor is 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's auditor is aware of that information.
- So far as the Director is aware, no donations have been made to any political party.



**Unistrut Limited**

**Directors' report (continued)  
For the year ended 30 September 2020**

This report was approved by the board on 30th April 2021

and signed on its behalf.



P G Merrick  
Director

**Directors' responsibilities statement  
For the year ended 30 September 2020**

The directors are responsible for preparing the Annual 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), including FRS 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 of the profit or loss of the Company for that year.

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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

<b>Unistrut Limited</b>
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**Independent auditor's report to the members of Unistrut Limited**

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**Report on the audit of the financial statements**

**Opinion**

In our opinion the financial statements of Unistrut Limited (the 'company'):

- give a true and fair view of the state of the Company's affairs as at 30 September 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the statement of accounting policies; and
- the related notes 1 to 23.

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).

**Basis for opinion**

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

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

**Conclusions relating to going concern**

We are required by ISAs (UK) to report in respect of the following matters 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 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.

We have nothing to report in respect of these matters.

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<b>Unistrut Limited</b>
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**Independent auditor's report to the members of Unistrut Limited (continued)**

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**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 Auditor's 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.

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 respect of these matters.

**Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

**Auditor's responsibilities for the audit of the financial statements**

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

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

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**Unistrut Limited**

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

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**Report on other legal and regulatory requirements**

**Opinions on other matters prescribed by the Companies Act**

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

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

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

**Matters on which we are required to report by exception**

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; 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.

We have nothing to report in respect of these matters.

**Use of our report**

This report is made solely to the Company's members 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 for our audit work, for this report, or for the opinions we have formed.



Sukhpal Gill (Senior statutory auditor)

for and on behalf of

**Deloitte LLP**

Statutory Auditor

Birmingham, UK.

Date: 30/04/21

**Unistrut Limited**

**Statement of comprehensive income  
For the year ended 30 September 2020**

	Note	2020 £000	2019 £000
Turnover	3	45,753	42,965
Net operating expenses	4	(40,643)	(39,112)
<b>Operating profit</b>	5	<b>5,110</b>	<b>3,853</b>
Interest payable and similar charges	7	(1,702)	(1,925)
<b>Profit before tax</b>		<b>3,408</b>	<b>1,928</b>
Tax on profit	8	(452)	(412)
<b>Profit for the financial year</b>		<b>2,956</b>	<b>1,516</b>
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>2,956</b>	<b>1,516</b>

All results are derived from continuing operations.

The notes on pages 15 to 31 form part of these financial statements.

**Unistrut Limited**  
**Registered number: 01050870**

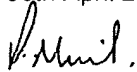
**Balance sheet**  
**As at 30 September 2020**

	Note	2020 £000	2019 £000
<b>Fixed assets</b>			
Intangible assets	9	4,286	-
Tangible assets	10	3,092	1,583
Investments	11	59,233	68,778
		<u>66,611</u>	<u>70,361</u>
<b>Current assets</b>			
Stocks	12	4,695	3,622
Debtors: amounts falling due within One Year	13	12,772	9,348
Cash and cash equivalents	14	5,357	5,667
		<u>22,824</u>	<u>18,637</u>
Creditors: amounts falling due within one year	15	(15,751)	(12,656)
<b>Net current assets</b>		<u>7,073</u>	<u>5,981</u>
<b>Total assets less current liabilities</b>		<u>73,684</u>	<u>76,342</u>
Creditors: amounts falling due after more than one year	16	(38,921)	(38,676)
<b>Provisions for liabilities</b>			
Deferred tax	17	(256)	(106)
Other Provisions	18	-	(750)
<b>Net assets</b>		<u>34,507</u>	<u>36,810</u>
<b>Capital and reserves</b>			
Called up share capital	19	-	-
Capital redemption reserve		15,000	15,000
Merger reserves		(5,259)	-
Profit and loss account		24,766	21,810
<b>Total equity</b>		<u>34,507</u>	<u>36,810</u>

**Unistrut Limited**  
**Registered number: 01050870**

**Balance sheet (continued)**  
**As at 30 September 2020**

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 30th April 2021



**P G Merrick**  
Director

The notes on pages 15 to 31 form part of these financial statements.



**Unistrut Limited**

**Statement of changes in equity  
For the year ended 30 September 2020**

	Called up share capital £000	Capital Contribution Reserve £000	Merger reserve £000	Profit and loss account £000	Total equity £000
<b>At 1 October 2018</b>	-	15,000	-	20,294	35,294
Profit for the year	-	-	-	1,516	1,516
<b>Total comprehensive income for the year</b>	-	-	-	1,516	1,516
<b>At 30 September 2019</b>	-	15,000	-	21,810	36,810
Profit for the year	-	-	-	2,956	2,956
<b>Total comprehensive income for the year</b>	-	-	-	2,956	2,956
Marco gearing	-	-	(5,259)	-	(5,259)
<b>At 30 September 2020</b>	-	15,000	(5,259)	24,766	34,507

**Notes to the financial statements  
For the year ended 30 September 2020**

**1. Accounting policies**

Unistrut Limited is a private company limited by shares, incorporated in England under the Companies Act. The address of the registered office is Delta Point, Greets Green Road, West Bromwich, B70 9PL.

**1.1 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) issued by the Financial Reporting Council, and the Companies Act 2006.

The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the following disclosure exemptions available to it; the requirement to present a statement of cash flows and related notes, categories of financial instruments including items of income, expenses, gains or losses relating to financial instruments and exposure to and management of risks, and key management remuneration.

**1.2 Going concern**

The Company is cash-generative and has a healthy year-end cash position of £5.4m. The Company strong relationships with a number of customers and suppliers across different geographic areas and industries. As a consequence, the directors believe that the Company is well placed to manage its principal risks successfully.

The directors have reviewed the financial position of the Company, the Company's forecasts and considered the uncertainties arising from the economic environment and the possibilities of a consequential unfavourable impact of this upon trading.

The Directors have assessed the Company's' cashflow forecasts for the next 12 months and believe that there are sufficient cash resources to meet its daily cash flow requirements over this period. Even considering reasonably likely downside scenarios as a result of COVID-19, there are sufficient funds to allow the company to continue in operational existence for the foreseeable future.

Based on the Company's performance during the year and into the new financial year, the current order pipeline, solid customer base, cost structure and the projected growth in export markets, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for at least 12 months from the date of signing these financial statements. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

**1.3 Consolidated financial statements**

The Company is exempt from preparing group financial statements by virtue of Section 401 of the Companies Act 2006, which states that group financial statements do not have to be prepared on the basis that the Company was at the balance sheet date, a wholly owned subsidiary of Atkore Inc., incorporated in the United States of America and produces group financial statements, for each financial year, that are publicly available. See note 22.

**Notes to the financial statements  
For the year ended 30 September 2020**

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**1. Accounting policies (continued)**

**1.4 Impairment of investments**

The Company considers whether investments in subsidiaries are impaired. Where an indication of impairment is identified the estimation of recoverable value requires estimation of the recoverable value of the cash generating units (CGUs). This requires estimation of the future cash flows from the CGUs and also selection of appropriate discount rates in order to calculate the net present value of those cash flows.

**1.5 Turnover**

Turnover represents the invoiced value of sales stated net of all credits, allowances, discounts and value added tax. Turnover from the sale of goods is recognised when the risks and rewards pass to the customer, either when a customer collects goods directly, or when the Company completes a delivery to the customer.

**1.6 Stocks**

Stocks are stated at the lower of cost and net realisable value, using the first in, first out method (FIFO). Costs include all direct costs incurred in bringing stocks to their present state and location, including an appropriate proportion of manufacturing overheads.

Net realisable value is based on estimated normal selling price less further costs expected to be incurred to completion and on disposal. Provision is made for obsolete, slow moving or defective items where appropriate.

The company reviews the net realisable value of and demand for its inventory on an on going basis to ensure recorded inventory is stated at the lower of cost or net realisable value. Factors that could impact estimated demand and selling prices are the timing and success of future technological innovations, competitor actions, supplier prices and economic trends. If total inventory losses differ, the company's net income in the year would have improved or declined, depending upon whether the actual results were better or worse than expected.

**1.7 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

At each reporting date, the Directors review outstanding debts and determine appropriate provision levels. The recovery of certain debts is dependent on the individual circumstances of customers.

**1.8 Creditors**

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

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<b>Unistrut Limited</b>
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**Notes to the financial statements  
For the year ended 30 September 2020**

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**1. Accounting policies (continued)**

**1.9 Cash and cash equivalents**

Cash and cash equivalents comprise cash held, and cash at bank held on demand or cash held on deposit with maturities of three months or less from inception.

Interest receivable is recognised on an accruals basis under the effective interest method.

**1.10 Related party disclosures**

The Company is a wholly owned subsidiary of Atkore Inc. and is included in the consolidated financial statements of Atkore Inc., which are publicly available from the address in note 22 of this report. The Company has taken exemption from disclosing related party transactions with wholly owned entities that are part of Atkore Inc..

**1.11 Taxation**

Current tax, including corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise, based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in different years from those in which they are included in the financial statements.

Deferred tax assets are recognised only to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

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

**1.12 Tangible fixed assets**

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

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**Notes to the financial statements  
For the year ended 30 September 2020**

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**1. Accounting policies (continued)**

**1.12 Tangible fixed assets (continued)**

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, straight line basis.

Depreciation is provided on the following basis:

Leasehold improvement	- Over the life of the lease
Plant and machinery	- 3 to 30 years
Other fixed assets	- 3 to 7 years

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 Statement of comprehensive income.

**1.13 Investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

**1.14 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 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 Statement of comprehensive income over its useful economic life.

No amortisation is recognised in the statement of comprehensive income, instead the difference between the goodwill value following the hive up and the movement in the value of investment is recognised in the merger reserve within equity.

**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:

Goodwill	- 5 years
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**Notes to the financial statements  
For the year ended 30 September 2020**

**1. Accounting policies (continued)**

**1.15 Provisions for liabilities**

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

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

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

**1.16 Leases**

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

Operating lease payments are charged to profit or loss on a straight line basis over the lease term. The aggregate benefit of lease incentives are recognised as a reduction to the expense recognised over the lease term on a straight line basis.

The company obtains use of property, plant and equipment as a lessee. The classification of such leases as operating or finance lease requires the Group to determine, based on an evaluation of the terms and conditions of the arrangements, whether it retains or acquires the significant risks and rewards of ownership of these assets and accordingly whether the lease requires an asset and liability to be recognised in the statement of financial position.

**1.17 Foreign currency**

Transactions in foreign currencies have been translated at the rate prevailing at the transaction date. Balances payable/receivable in foreign currencies are translated to sterling at the rates of exchange ruling at the balance sheet date. Resulting gains and losses are reflected in the profit or loss.

**1.18 Employee benefits**

Short term employee benefits and contributions to defined contribution plans are recognised as an expense in the year in which they are incurred.

**1.19 Financial instruments**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. 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.

**1.20 Government grants**

Grants are accounted under the accruals model as permitted by FRS102. Grants of a revenue nature are recognised in the Income Statement in the same period as the related expenditure.

**Notes to the financial statements  
For the year ended 30 September 2020**

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

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts 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 year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

**Critical judgements and estimates in applying the Company's accounting policies**

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

**Revenue Recognition**

In making its judgement, management considered the detailed criteria for the recognition of revenue from the sale of goods set out in FRS 102 Section 23 Revenue and in particular, whether the Company had transferred to the buyer the significant risks and rewards of ownership of the goods. Following the detailed consideration of the commercial terms and conditions the Company agreed with both domestic and overseas customers, in order to determine if revenue should be recognised when, a customer collects goods directly, or when the Company completes a delivery to the customer, the directors are satisfied that the significant risks and rewards have been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with the commercial terms and conditions agreed with customers.

**Critical accounting estimates - Investments**

Investment values have been based on estimates of future cash flows for the acquired businesses. The company reviews these estimates on a regular basis to understand if there is any significant risk to the carrying amount of the assets.

**3. Turnover**

Turnover and profit before tax are derived entirely from the Company's principal activity.

Analysis of turnover by country of destination:

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
United Kingdom	<b>28,715</b>	28,519
Rest of Europe	<b>15,933</b>	11,978
Rest of the world	<b>1,105</b>	2,468
	<b>45,753</b>	42,965

**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**4. Net operating expenses**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Changes in stock of finished goods and work in progress	<b>(6,150)</b>	246
Raw materials and consumables	<b>33,368</b>	27,390
Other external charges	<b>3,140</b>	2,169
Staff costs	<b>6,254</b>	5,437
Other operating charges	<b>3,530</b>	3,664
Redundancy	<b>155</b>	-
Other operating income	<b>(1)</b>	-
Depreciation	<b>347</b>	-
	<b>40,643</b>	<b>38,906</b>

**5. Operating profit**

The operating profit is stated after charging:

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Depreciation	<b>347</b>	226
Operating lease rentals for plant and motor vehicles	<b>109</b>	154
Operating lease rentals for land and buildings	<b>664</b>	678
Fee payable to auditor for company's auditor for audit of the financial statements	<b>56</b>	38

**6. Information regarding directors and employees**

Staff costs were as follows:

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Wages and salaries	<b>5,421</b>	4,742
Social security costs	<b>586</b>	511
Cost of defined contribution scheme	<b>247</b>	204
	<b>6,254</b>	<b>5,457</b>



**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**6. Information regarding directors and employees (continued)**

The average monthly number of persons employed by the Company, excluding directors, during the year was as follows:

	<b>2020 No.</b>	<b>2019 No.</b>
Technical and manufacturing	<b>98</b>	66
Selling and distribution	<b>44</b>	37
Administration	<b>16</b>	22
	<b>158</b>	125

At the balance sheet date, contributions of £8,533 (2019: £27,435) remained payable to defined contribution schemes.

During the year ended 30 September 2020 the Company received £131,508 in furlough grants from the Government.

	<b>2020 £000</b>	<b>2019 £000</b>
<b>Directors' emoluments</b>		
Aggregate emoluments (including benefit in kind)	<b>622</b>	554
Company contributions to pension schemes	<b>22</b>	21
<b>Total emoluments</b>	<b>644</b>	575

During the period retirement benefits were accruing to 2 directors (2019: 2) in respect of defined contribution pension schemes.

In addition, two directors did not receive any emoluments for their services as directors of Unistrut Limited during the period, these were borne by overseas group entities. No recharge is made to the Company as it is not possible to make an accurate apportionment of the emoluments in respect of their services to the Company (2019: same).

Remuneration of highest paid director

	<b>2020 £000</b>	<b>2019 £000</b>
Emoluments	<b>466</b>	403
Pension contributions to money purchase pensions schemes	<b>15</b>	14
<b>Aggregate emoluments</b>	<b>481</b>	417

**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**7. Interest payable and similar charges**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Intercompany interest payable	<u>1,702</u>	<u>1,925</u>

**8. Taxation**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
<b>Corporation tax</b>		
Current tax on profits for the year	<b>449</b>	<b>318</b>
Adjustments in respect of previous periods	<b>(96)</b>	<b>-</b>
<b>Total current tax</b>	<u><b>353</b></u>	<u><b>318</b></u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	<b>81</b>	<b>103</b>
Adjustment in respect of previous periods	<b>5</b>	<b>2</b>
Effect of changes in tax rates	<b>13</b>	<b>(11)</b>
<b>Total deferred tax</b>	<u><b>99</b></u>	<u><b>94</b></u>
<b>Taxation on profit</b>	<u><b>452</b></u>	<u><b>412</b></u>

**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**8. Taxation (continued)**

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2019 - *higher than*) the standard rate of corporation tax in the UK of 19% (2019 - 19%). The differences are explained below:

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Profit before tax	<b>3,408</b>	<b>1,928</b>
Profit multiplied by standard rate of corporation tax in the UK of 19% (2019 - 19%)	<b>647</b>	<b>366</b>
<b>Effects of:</b>		
Expenses not deductible	<b>39</b>	<b>55</b>
Income not taxable	<b>(143)</b>	<b>-</b>
Adjustments from prior periods	<b>(90)</b>	<b>2</b>
Tax rate changes	<b>13</b>	<b>(11)</b>
Share options	<b>45</b>	<b>-</b>
Group relief	<b>(59)</b>	<b>-</b>
<b>Total tax charge for the year</b>	<b>452</b>	<b>412</b>

**Factors that may affect future tax charges**

The Finance (No.2) Act 2015 reduced the main rate of UK corporation tax to 19%, effective from 1 April 2017. A further reduction in the UK corporation tax rate to 17% was expected to come into effect from 1 April 2020 (as enacted by Finance Act 2016 on 15 September 2016). However, legislation introduced in the Finance Act 2020 (enacted on 22 July 2020) repealed the reduction of the corporation tax, thereby maintaining the current rate of 19%. Deferred taxes on the balance sheet have been measured at 19% (2019: 19%) which represents the future corporation tax rate that was enacted at the balance sheet date.

The UK Budget 2021 announcements on 3 March 2021 included measures to support economic recovery as a result of the ongoing COVID-19 pandemic. These included an increase to the UK's main corporation tax rate to 25%, which is due to be effective from 1 April 2023. These changes were not substantively enacted at the balance sheet date and hence have not been reflected in the measurement of deferred tax balances at the period end.

<b>Unistrut Limited</b>
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**Notes to the financial statements  
For the year ended 30 September 2020**

**9. Intangible assets**

	<b>Goodwill £000</b>
<b>Cost</b>	
At 1 October 2019	-
Reclassified from investments (Note 11)	<b>4,286</b>
	<hr/>
At 30 September 2020	<b>4,286</b>
	<hr/>
<b>Amortisation</b>	
At 1 October 2019 and 20 September 2020	-
<b>Net book value</b>	
At 30 September 2020	<b>4,286</b>
	<hr/> <hr/>
<i>At 30 September 2019</i>	<i>-</i>
	<hr/> <hr/>

During the year an amount of £4,286,000 was reclassified from the fixed asset investment in subsidiary Marco Gearing Limited to goodwill.

**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**10. Tangible fixed assets**

	Plant and machinery £000	Leasehold improvements £000	Other £000	Total £000
<b>Cost or valuation</b>				
At 1 October 2019	5,448	444	483	6,375
Additions	286	483	187	956
Transfers intra group	1,406	83	-	1,489
At 30 September 2020	7,140	1,010	670	8,820
<b>Depreciation</b>				
At 1 October 2019	3,953	444	395	4,792
Charge for the year on owned assets	273	6	68	347
Transfers intra group	583	6	-	589
At 30 September 2020	4,809	456	463	5,728
<b>Net book value</b>				
At 30 September 2020	2,331	554	207	3,092
At 30 September 2019	1,495	-	88	1,583

**11. Investments**

	Investments in subsidiary companies £000
<b>Cost or valuation</b>	
At 1 October 2019	68,778
Reclassified to goodwill (Note 9)	(9,545)
At 30 September 2020	59,233

# Unistrut Limited

## Notes to the financial statements For the year ended 30 September 2020

### 11. Investments (continued)

#### Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
Flexicon Ltd	Roman Way, Coleshill, Birmingham, B46 1HG	Manufacturer	Ordinary	100%
Flytec Systems Limited	43-45 Devizes Road, Swindon, Wiltshire, SN1 4BG	Manufacturer	Ordinary	100%
Modern Associates Limited	43-45 Devizes Road, Swindon, Wiltshire, SN1 4BG	Holding	Ordinary	100%

On the 3rd February 2020 Unistrut Limited completed the hive up of the trade and assets of its subsidiary entity Marco Gearing Limited. The investment has been reclassified as Goodwill on the Balance Sheet at 30th September 2020.

### 12. Stocks

	2020 £000	2019 £000
Raw materials	317	332
Work in progress	408	193
Finished goods	3,970	3,097
	<u>4,695</u>	<u>3,622</u>

In the opinion of the directors there is no material difference between the book value and replacement costs of stocks.

A stock impairment provision has increased by £43k (2019: £54k increase) and was recognised in net operating expenses against stock during the year.

**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**13. Debtors: due within one year**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Trade debtors	11,657	9,129
Amounts owed by group undertakings	904	14
Other debtors	-	52
Prepayments and accrued income	211	153
	<u>12,772</u>	<u>9,348</u>

Amounts owed by group undertakings are unsecured, due in 45 days and no guarantees have been received.

**14. Cash and cash equivalents**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Cash at bank and in hand	<u>5,357</u>	<u>5,667</u>

Unistrut Limited has access to the following guarantees through the banking facilities:

• Bonds, Guarantees, Indemnities & Standby LC's facility	£200,000
• Foreign Exchange - (Marginal Risk) facility	£80,000
• BACS facility	£600,000

**15. Creditors: amounts falling due within one year**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Trade creditors	8,247	7,687
Amounts owed to group undertakings	6,187	4,511
Corporation tax	66	58
Other taxation and social security	362	124
Other creditors	58	276
Accruals and deferred income	831	-
	<u>15,751</u>	<u>12,656</u>

Amounts owed to group undertakings are unsecured repayable on demand. Amounts owed to group undertakings do not incur any finance charge.

**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**16. Creditors: amounts falling due after more than one year**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Amounts owed to group undertakings	<b>38,921</b>	<b>38,676</b>

The inter-company loan is with Atkore International Inc and was created to fund the financing of the investments.

The loans are not due for repayment until 2022. The interest rates on the loans are 4.45% and the loans were made on an arms length basis. Unistrut can repay the principal or any part at any time provided each repayment is a minimum amount of £100k.

**17. Deferred tax**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
At beginning of year	<b>(106)</b>	<b>(12)</b>
Charged to profit or loss	<b>(94)</b>	<b>(92)</b>
Adjustment in respect of prior years	<b>(5)</b>	<b>(2)</b>
Movement arising from the transfer of trade	<b>(51)</b>	<b>-</b>
<b>At end of year</b>	<b>(256)</b>	<b>(106)</b>

The provision for deferred taxation is made up as follows:

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Fixed asset timing differences	<b>(270)</b>	<b>(130)</b>
Short term timing differences - trading	<b>14</b>	<b>24</b>
	<b>(256)</b>	<b>(106)</b>



**Unistrut Limited**

**Notes to the financial statements  
For the year ended 30 September 2020**

**18. Other provisions**

	<b>Provision for legal reserve £000</b>
At 1 October 2019	<b>750</b>
Charged to profit or loss	<b>(750)</b>
<b>At 30 September 2020</b>	<b>-</b>

**19. Called up share capital**

	<b>2020 £</b>	<b>2019 £</b>
<b>Allotted, called up and fully paid</b>		
1 (2019 - 1) Ordinary shares share of £1.00	<b>1</b>	<b>1</b>

**20. Capital and other commitments**

The Company leases certain property, vehicles and office equipment on short and long term operating leases. The rents payable under the leases are subject to renegotiation at various intervals specified in the leases.

The future minimal rentals payable under non cancelable operating leases are as follows:

	<b>2020 £000</b>	<b>2019 £000</b>
<b>Land and Buildings</b>		
Within one year	<b>619</b>	<b>572</b>
Between one year and five years	<b>2,474</b>	<b>2,288</b>
After five years	<b>1,237</b>	<b>2,145</b>
	<b>4,330</b>	<b>5,005</b>

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**Unistrut Limited**

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**Notes to the financial statements  
For the year ended 30 September 2020**

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**20. Capital and other commitments (continued)**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
<b>Motor Vehicles and office equipment</b>		
Within one year	111	24
Between one and five years	81	24
	<u>192</u>	<u>48</u>

There are no Capital lease commitments.

**21. Post balance sheet events**

In England, its people and companies', along with other countries around the world, have been impacted by COVID-19. As the UK starts along the roadmap of coming out of lockdown and the vaccination programs continue to be rolled out across the UK and the rest of the world, the Directors of the Company continue with all the necessary safety measures in order to maintain continuity within the business. There has been no further impacts of COVID-19 that are considered to be a post balance sheet event for the Company and therefore no adjustments have been made to the 30 September 2020 financial results.

**22. Ultimate parent company**

The immediate parent company is Allied Products UK Limited, a company registered in England and Wales, copies of the financial statements can be obtained from the Registrar of Companies, Crown Way, Cardiff, CF4 3UZ. The ultimate parent company and only group for which consolidated financial statements are prepared at the balance sheet date is Atkore Inc. a company incorporated in the United States of America. Copies of the consolidated financial statements are available from the Company Secretary at the registered address of Atkore Inc., 16100, Lathrop Avenue, Harvey, Illinois, 60426, United States.

**23. Related party transactions**

The company has taken advantage of the exemption permitted in FRS 102 Section 33 to wholly owned subsidiaries not to disclose transactions and balances with other group companies. There are no other related party transactions.