Registered number: 01385176

AUDIO-TECHNICA LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

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COMPANY INFORMATION

Directors K Narihara

S Horibe K Matsushita R Morgan-Males

AJ Rooke

Company secretary AJ Rooke

Registered number 01385176

Registered office Technica House

Unit 5

Millennium Way

Leeds

West Yorkshire LS11 5AL

Independent auditor Crowe U.K. LLP

3rd floor The Lexicon Mount Street Manchester M2 5NT

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STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2023

Introduction

The directors present their strategic report for the year ended 31 March 2023.

Business review

The results for the financial year ending 31 March 2023 are set out on page 11 of the Annual Report.

Revenue increased by 26.5% year on year (2023 - £73.2M, 2022 - £57.9M). The profit for the period before taxation was an exceptional £10.8M (2022: £7.6M) which resulted in a net profit of £8.8M (2020: £6.2M), an increase of 41% versus the prior year.

The fiscal year was another challenging year as the business emerged from the effects of the Covid19 pandemic. The supply chain was badly affected by long lead times of electronic components and the landed cost of our goods were impacted by huge increases in freight expenses.

However, as the World attempted to race back to normal the Company enjoyed a near doubling of pre covid sales into live sound, touring, rental and fixed installation markets.

In analysing the business over the last three fiscal years there is no doubt the mix between Retail and Commercial audio products in the company's portfolio, both established and new to market has been one of the largest factors of its success.

The gross margin increased slightly from 34.0% to 34.8% and was aided by significant foreign exchange rate gains.

Selling and distribution expenses increased by 35.9% as both international travel and trade shows returned. General and administrative expenses were 13.7% more than the prior year.

The cash position improved by £7.4M to £25.9M driven by positive operating profits.

Overseas branches

The Company operates one overseas branch in The Netherlands.

Principal risks and uncertainties

The Company's activities give rise to a number of risks and uncertainties. The directors review and agree policies for managing each of these risks and they are summarised below:

Currency risk

The Company's profit and loss account and balance sheet are reported in pounds Sterling and may be affected by fluctuations in exchange rates. A significant majority of the Company's business activities are conducted in both US Dollars and Euros. In light of its foreign currency exposure, the Company hedges its US Dollar denominated transactions.

Credit risk

The continuing challenging credit environment has highlighted the importance of governance and management of credit risk. Credit exposure risk is monitored centrally for individual transactions and the appropriateness of customer credit limits. The Company also uses credit insurance provided by Euler Hermes.

Liquidity risk

The Company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs by the use of loans from group companies and cash reserves. Management control and monitor the Company's cash flow on a regular basis.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Financial key performance indicators

The directors use Key Performance Indicators (KPI's) to monitor the progress of the company and measure its performance against targets. A review of the KPI's is provided below: -

	2023	2022
Revenue growth/(Decrease) (%)	26.5%	(6.5)%
Gross Profit (%)	34.8%	34.1%
Operating profit before tax	14.8%	13.2%
Inventory MOH	3.7	4.2
Debtor Days	28	25
Creditor Days	66	62

Inventory MOH (months on hand) is calculated as the average of the last 3 months calculation of the inventory value divided by the 3 month average of cost of goods sold.

Statement by the directors in performance of their statutory duties in accordance with s172 Companies Act 2006

The directors of the Company as those of all UK companies must act in accordance with a set of general duties. These duties are detailed in section 172 of the UK Companies Act 2006 which is summarised as follows:

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

A director of a company must act in the way they consider in good faith would be most likely to promote the success of the company for the benefit of its shareholders as a whole and in doing so have regard to:

- the likely consequences of any decision's in the long term
- the interest of the company's employees
- the need to foster the company's business relationships with suppliers, customers and others
- the impact of the company's operations on the community and environment
- the desirability of the company maintaining a reputation for high standards of business conduct
- the need to act fairly as between shareholders of the company

The following paragraphs summarize how the directors fulfil their duties:

Risk management

We continued the roll-out of our strategy this year to continue the development of the organisation as a leading brand and audio distribution company. Within this strategy we aligned investment and development programs to support its implementation. As we grow, our business and our risk environment also become more complex. It is therefore vital that we effectively identify, evaluate, manage and mitigate the risks we face and that we continue to involve our approach to risk management. This is executed on a company level and group level involving the top management on a regular basis.

Our people

Our employees are fundamental to the delivery of our plan. We aim to be a responsible employer in our approach towards it our employees. The health, safety and well-being of our employees is one of our primary considerations in the way how we do business. To succeed we manage our people's performance and develop and bring through talent while ensuring we operate as efficiently as possible. We also ensure we share common values that inform and guide our behaviour, so we achieve our goals in the right way. Provision has been made for higher level leadership training for many functional heads, and very specific training programmes in relation to both our own processes and specific audio equipment to further support staff development and better support our customers.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Business relationships

The business operates across many market segments and sales channels. Generally, each segment and channel require a different approach in fostering business relationships which can be challenging. On the other side, we are working sustainably and have long term relationships with our key suppliers.

Shareholders

The board of Directors engage formally, via a board meeting, every quarter with the ultimate holding company in Tokyo and informally on a daily basis. A huge emphasis is placed on fostering effective dialogue with head-office including regular face to face meetings. These routine communications take place on various levels and are always held in a very positive mood, forward looking and target driven to ensure the alignment by all relevant parties.

This report was approved by the board and signed on its behalf.

AJ Rooke Director

Date: 26th July 2023

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2023

The directors present their report and the financial statements for the year ended 31 March 2023.

Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and 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 for the Company's financial statements and then apply them consistently;
- make judgments 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;
- 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activity

The principal activity of the Company during the current and prior year was the supply of professional audio equipment.

Results and dividends

The profit for the year, after taxation, amounted to £8,755,688 (2022 - £6,245,895).

During the year the directors recommended the payment of one dividend for €370,000

Directors -

The directors who served during the year were:

K Narihara S Horibe K Matsushita R Morgan-Males AJ Rooke

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Streamlined energy and carbon reporting

	Scope (GHG Protocol)	Energy type	Conversion method/Unit used	UK energy use (twelve months to March 2023)	UK energy use (twelve months to March 2022)
Emissions from consumption of gas (tCO_2e)	Scope 1	Gaseous fuels	Natural gas/KwH	25 tCO2e	15 tCO2e
Emissions from combustion of fuel for transport purposes (tCO ₂ e)	Scope 1	Liquid fuel	Diesel (average biofuel blend)/Litres	3 tCO2e	2 tCO2e
Emissions from business waste disposal which is not owned or controlled (tCO2e)	e r Scope 3	Not applicable	Tonnes of waste	5 tCO2e	5 tCO2e
Emissions from business travel in employee-owned vehicles where company is responsible for purchasing the fuel (tCO ₂ e)	•	Liquid fuel	Diesel (average biofuel blend)/Litres	2 tCO2e	5 tCO2e
Emissions from purchased electricity (tCO ₂ e)	Scope 2	Electricity	Not applicable/KwH	13 tCO2e	15 tCO2e
Total gross tCO₂e based on above				48 tCO2e	42 tCO2e
Intensity ratio – Electricity KwH per FTE			•	0.77	0.76

The intensity ratio used is most relevant to the Company and provides the most context to users of this information.

Methodology

In calculating the above the Company has used the Greenhouse Gas (GHG) Protocol Corporate Accounting and Reporting Standard. The conversion factors used have been taken from the UK Government GHG Conversion Factors for Company Reporting 2022 spreadsheet in accordance with the parameters in the above table. The verifiable data sources used in collating the data includes supplier invoices for gas, electricity and litres of fuel purchased for company controlled transport. Fuel costs of expense claims were used for employee-owned vehicle land travel.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Energy Efficiency Action

In previous years the company has installed low powered LED lighting and automatic motion sensors in the warehouse and office buildings to reduce electricity usage. Our vehicle fleet is now 80% electric, compared with 0% three years ago, and a salary sacrifice electric vehicle scheme was also introduced in April 2022.

Future developments

In the first half of this calendar year the Company has seen an improvement in the lead times, availability and cost price of key components such as IC chips. Freight expenses have also declined sharply albeit still not at pre covid levels. Inflation remains high throughout Europe and the Company expects this to soften retail demand. The on-going Ukraine conflict leaves a cloud over Europe and affects business confidence and gas and oil prices. The company stopped selling goods into Russia in March 2022.

However, the business continues to be operationally and financially resilient, which leaves it in a strong position to fight against these external factors.

The company is strongly connected to the Eurozone with 70% of its turnover generated from European markets which are serviced by the European Distribution Centre in The Netherlands. In order to meet an increase in demand the Directors have secured additional space at the existing facility.

The existing business model will continue to be assessed for its suitability to maintain the existing growth curve. The company is expecting to see a small decline in sales from continuing operations and specifically in retail audio due to the changing retail environment created by the cost of living squeeze. However, the company still expects strong growth in the live sound, touring, rental and fixed installation markets.

Matters covered in the Strategic Report

Details of principal risks and uncertainties are disclosed in the Strategic Report

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.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

Auditor

The auditor, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

AJ Rooke Director

Kar4 6th July 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUDIO-TECHNICA LIMITED

Opinion

We have audited the financial statements of Audio-Technica Limited (the 'Company') for the year ended 31 March 2023, which comprise the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUDIO-TECHNICA LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the 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.

Matters on which we are required to report by exception

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 material misstatements in the Strategic report or the Directors' report.

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

- adequate accounting records have not been kept, 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.

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 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUDIO-TECHNICA LIMITED (CONTINUED)

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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory frameworks within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and Taxation legislation.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management, revenue recognition and cut off. Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases and sample testing on revenue.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUDIO-TECHNICA LIMITED (CONTINUED)

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.

Michael Jayson (Senior statutory auditor)

for and on behalf of Crowe U.K. LLP

Statutory Auditor

3rd floor The Lexicon Mount Street Manchester

M2 5NT Date: Zb July 2023

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2023

	Note	2023 £	2022 £
Turnover	4	73,254,152	57,900,682
Cost of sales		(47,773,638)	(38, 183, 309)
Gross profit		25,480,514	19,717,373
Distribution costs		(6,143,140)	(4,521,025)
Administrative expenses		(8,589,949)	(7,552,677)
Operating profit	5	10,747,425	7,643,671
Interest receivable and similar income	9	152,357	16,329
Interest payable and expenses	10	(22,447)	(7,553)
Profit before tax		10,877,335	7,652,447
Tax on profit	11	(2,121,647)	(1,406,552)
Profit for the financial year		8,755,688	6,245,895

AUDIO-TECHNICA LIMITED REGISTERED NUMBER: 01385176

BALANCE SHEET AS AT 31 MARCH 2023

	Note-		2023 £		2022 £
Fixed assets	Note		•		~
Intangible assets	12		133,659		168,673
Tangible assets	13		259,037		323,720
			392,696		492,393
Current assets					
Stocks	14	13,284,836		13,545,618	
Debtors: amounts falling due within one year	15	5,954,120		5, 188, 617	
Cash at bank and in hand	16	25,967,096		18,539,531	
		45,206,052		37,273,766	
Creditors: amounts falling due within one year	17	(8,752,761)		(8,619,326)	
Net current assets			36,453,291		28,654,440
Total assets less current liabilities Provisions for liabilities			36,845,987		29,146,833
Deferred tax	19	-		(194,618)	
			-		(194,618)
Net assets			36,845,987		28,952,215
Capital and reserves					
Called up share capital	20		40,102		40,102
Share premium account	21		3,405,868		3,405,868
Other reserves	21		(235,760)		314,958
Profit and loss account	21		33,635,777		25, 191, 287

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

26 July 2023

AJ Rooke Director

Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2023

	Called up share capital £	Share premium account £	Hedge reserve £	Profit and loss account	Total equity
At 1 April 2022	40,102	3,405,868	314,958	25,191,287	28,952,215
Comprehensive income for the year					
Profit for the year	•	-	•	8,755,688	8,755,688
Taxation in respect of items of other comprehensive income	-		78,587	-	78,587
Change in fair value of hedging instrument	-	-	(314,347)	-	(314,347)
Other comprehensive income for the year	•	•	(235,760)	-	(235,760)
Total comprehensive income for the year	·	•	(235,760)	8,755,688	8,519,928
Contributions by and distributions to owners					
Dividends: Equity capital	-		-	(311,198)	(311,198)
Transfer to profit and loss account	-	-	(314,958)	•	(314,958)
Total transactions with owners	-	•	(314,958)	(311,198)	(626,156)
At 31 March 2023	40,102	3,405,868	(235,760)	33,635,777	36,845,987

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022

	Called up share capital £	Share premium account	Hedge reserve £	Profit and loss account £	Total equity
At 1 April 2021	40,102	3,405,868	(83,255)	20,030,924	23,393,639
Comprehensive income for the year					
Profit for the year	-	-	-	6,245,895	6,245,895
					
Taxation in respect of items of other comprehensive income		· -	(104,986)	-	(104,986)
Change in fair value of hedging instrument		•	419,944	· •	419,944
Other comprehensive income for the year	-	·	314,958	-	314,958
Total comprehensive income for the year		-	314,958	6,245,895	6,560,853
Contributions by and distributions to owners		•	4		
Dividends: Equity capital	-	-	•	(1,085,532)	(1,085,532)
Transfer to/from profit and loss account	-	-	83,255	•	83,255
Total transactions with owners	-		83,255	(1,085,532)	(1,002,277)
At 31 March 2022	40,102	3,405,868	314,958	25,191,287	28,952,215

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

1. General information

Audio-Technica Limited (the "Company") is a private company limited by shares and incorporated, domiciled and registered in England and Wales in the UK. The registered number is 01385176 and the registered address is Technica House, Unit 5, Millenium Way, Leeds, West Yorkshire, LS11 5AL.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

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

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Audio Technica Europe Holding BV as at 31 March 2022 and these financial statements may be obtained from the Chamber of Commerce in the Netherlands (Kamer van Koophandel).

2.3 Going concern

The company meets its ordinary working capital requirements through its cash reserves and bank facilities which are reviewed and renewed annually and it group balances. The directors prepare annual budgets and forecasts in order to ensure that they have sufficient facilities in place and that they comply with the terms and conditions of the bank facilities.

Having regard to the above, the directors believe it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2.5 Intangible assets

The estimated useful lives range as follows:

Computer software

Between 3 and 5 years straight line

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. The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

2.6 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.

The estimated useful lives range as follows:

Leasehold property improvements

- 10 years straight line

Fixtures & fittings

ngs - Between 3 and 5 years straight line

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 within administrative expenses in the Statement of Comprehensive Income.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.7 Stocks

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

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

2.8 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.

2.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.10 Financial instruments

(i) Financial assets

Basic financial assets, including trade and other debtors, cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the Profit and loss account.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the Profit and loss account.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

(ii) 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 receipts discounted at a market rate of interest.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derivatives, including interest rate swaps, are not basic financial instruments.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the Profit and loss account, unless they are included in a hedging arrangement.

Foreign exchange derivatives are held to manage foreign exchange exposures and are designated as cash flow hedges of foreign currency purchases. Changes in the fair values of derivatives designated as cash flow hedges, and which are effective, are recognised directly in equity. Any ineffectiveness in the hedging relationship (being the excess of the cumulative change in fair value of the hedging instrument since inception of the hedge over the cumulative change in the fair value of the hedged item since inception of the hedge) is recognised in the Profit and loss account.

The gain or loss recognised in other comprehensive income is reclassified to the Profit and loss account when the hedge relationship ends. Hedge accounting is discontinued when the hedging instrument expires, no longer meets the hedging criteria, the forecast transaction is no longer highly probable, or the hedging instrument is terminated.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

2.11 Hedge accounting

The Company has entered into forward foreign currency contracts to manage its exposure to currency fluctuations on its EU purchases. These derivatives are measured at fair value at each balance sheet date. To the extent the hedge is effective, movements in fair value are recognised in other comprehensive income and presented in a separate cash flow hedge reserve. Any ineffective portions of those movements are recognised in profit or loss for the period.

NOTES TO THÉ FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.12 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of comprehensive income in the same period as the related expenditure.

2.13 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.14 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.15 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.16 Pensions

Defined contribution pension plan

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

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.17 Interest income

Interest income is recognised in profit or loss using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.18 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 profit or loss 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.

2.19 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

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

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

(a) Critical judgements in applying the company's accounting policies

The functional currency for the Company is the currency of the primary economic environment in which the Company operates. The company has determined the functional currency is GBP. Determination of functional currency may involve certain judgements to determine the primary economic environment. The company reconsiders the functional currency if there is a change in events and conditions which determines the primary economic environment.

(b) Key accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(i) Provisions

Provision is made for assets, stock, retirement obligations, dilapidations, warranties and contingencies. These provisions require management's best estimate of the costs that will be incurred based on legislative and contractual requirements. In addition, the timing of the cash flows and the discount rates used to establish net present value of the obligations require management's judgement.

(ii) Impairment of debtors

The Company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 14 for the net carrying amount of the debtors and associated impairment provision.

4. Turnover

The whole of the turnover is attributable to one principal business activity of the Company.

Analysis of turnover by country of destination:

	2023 £	2022 £
United Kingdom	18,101,734	13,598,752
Rest of Europe	51,682,994	38,581,748
Rest of the World	3,469,424	5, 720, 182
•	73,254,152	57,900,682

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

5. Operating profit

The operating profit is stated after charging:

	2023	2022
Exchange differences	(1,125,808)	(408,890)
Other operating lease rentals	646,548	506,280
Depreciation of tangible fixed assets	89,642	117,310
Amortisation of intangible fixed assets	35,014	64,766

6. Auditor's remuneration

During the year, the Company obtained the following services from the Company's auditor and its associates:

	2023 £	2022 £
Fees payable to the Company's auditor and its associates for the audit of the Company's financial statements	20,500	15,250
Fees payable to the Company's auditor and its associates in respect of:		
All non-audit services not included above	1,200	1,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

7. Employees

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

	2023 £	2022 £
Wages and salaries	4,013,845	3,604,728
Social security costs	447,026	335,576
Cost of defined contribution scheme	191,059	183,013
	4,651,930	4,123,317

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

	2023 No.	2022 No.
Administration and sales	52	48
Warehouse and service	10	7
	 62	55

8. Directors' remuneration

	2023 £	2022 £
Directors' emoluments	466,720	440,648
Company contributions to defined contribution pension schemes	41,820	41,745
	508,540	482,393

During the year retirement benefits were accruing to 2 directors (2022 - 2) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £235,863 (2022 - £220,930).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £20,910 (2022 - £20,528).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

9.	Interest receivable		
		2023 £	2022 £
	Other interest receivable	152,357 	16,329
10.	Interest payable and similar expenses		
	interest payable and similar expenses	2023 £	2022 £
	Interest on loans with group undertakings	22,447	7,553
11.	Taxation		
	·	2023 £	2022 £
	Corporation tax		
	Current tax on profits for the year Adjustments in respect of previous periods Foreign tax	2,068,933 67,350	1,407,916 -
	Foreign tax on income for the year	3,822	4,000
٠		3,822	4,000
	Total current tax	2,140,105	1,411,916
	Deferred tax		
	Origination and reversal of timing differences	(18,458)	(5,364)
	Total deferred tax	(18,458)	(5,364)
	Taxation on profit on ordinary activities	2,121,647	1,406,552

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

11. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2022 - lower than) the standard rate of corporation tax in the UK of 19% (2022 - 19%). The differences are explained below:

	2023 £	2022 £
Profit on ordinary activities before tax	10,877,335	7,652,447
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2022 - 19%) Effects of:	2,066,694	1,453,965
Taxes on overseas earnings	-	4,000
Adjustments to tax charge in respect of prior periods	67,350	-
Impact of tax rate chage on deferred tax	-	21,606
Difference on estimate	(12,397)	(73,019)
Total tax charge for the year	2,121,647	1,406,552

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

11. Taxation (continued)

Factors that may affect future tax charges

The deferred tax balance at 31 March 2022 has been calculated at 25% (2021 - 19%).

12. Intangible assets

	Patents £	Computer software £	Total £
Cost			
At 1 April 2022	88,404	766,825	855,229
Disposals	-	(9,372)	(9,372)
At 31 March 2023	88,404	757,453	845,857
Amortisation			
At 1 April 2022	88,404	598,152	686,556
Charge for the year on owned assets	-	35,014	35,014
On disposals	-	(9,372)	(9,372)
At 31 March 2023	88,404	623,794	712,198
Net book value			
At 31 March 2023	<u>-</u>	133,659 ====================================	133,659
At 31 March 2022		168,673	168,673
		=	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

13. Tangible fixed assets

14.

	Leasehold property improvements £	Fixtures & fittings	Total £
Cost or valuation			
At 1 April 2022	515,854	731,355	1,247,209
Additions	-	25,361	25,361
Disposals	(3,048)	(33,335)	(36,383)
At 31 March 2023	512,806	723,381	1,236,187
Depreciation			
At 1 April 2022	294,877	628,612	923,489
Charge for the year on owned assets	39,720	49,922	89,642
Disposals	(3,048)	(32,933)	(35,981)
At 31 March 2023	331,549	645,601	977,150
Net book value			
At 31 March 2023	181,257	77,780	259,037
At 31 March 2022	220,977	102,743	323,720
Stocks			
		2023 £	2022 £
Finished goods and goods for resale		13,284,836	13,545,618

The carrying value of stocks are stated net of impairment losses totalling £2,655,946 (2022 - £2,555,946) .

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

Debtors		
	2023 £	2022 £
Trade debtors	4,951,487	4,007,822
Amounts owed by group undertakings	620,302	441,165
Other debtors	11,452	19,510
Prepayments and accrued income	363,466	300,176
Deferred taxation	7,413	-
Derivative financial instruments	•	419,944
	5,954,120	5, 188, 617
	Trade debtors Amounts owed by group undertakings Other debtors Prepayments and accrued income Deferred taxation	Trade debtors Amounts owed by group undertakings Other debtors Prepayments and accrued income Deferred taxation Derivative financial instruments 2023 4,951,487 620,302 11,452 7,413

Trade debtors are stated after provisions for impairment of £143,048 (2022 - £217,021).

Amounts owed by group undertakings are unsecured, interest free, have no fixed repayment terms and are repayable on demand.

16. Cash and cash equivalents

		2023 £	2022 £
	Cash at bank and in hand	25,967,096	18,539,531
17.	Creditors: Amounts falling due within one year		
		2023 £	2022 £
	Trade creditors	3,263,349	1,026,940
	, Amounts owed to group undertakings	1,366,055	864,503
	Corporation tax	1,213,933	835,127
	Other taxation and social security	210,638	234,066
	Other creditors	19,772	12,387
	Accruals and deferred income	2,364,667	5,646,303
	Derivative financial instruments	314,347	-

Amounts owed to group undertakings are unsecured, interest free, have no fixed repayment terms and are repayable on demand.

8,619,326

8,752,761

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

18.

Financial instruments		
	2023 £	2022 £
Financial assets	. ~	~
Financial assets measured at cost through profit or loss	31,550,337	23,008,028
Derivative financial instruments measured at fair value through profit or loss	-	419,944
	31,550,337	23,427,972
Financial liabilities		
Derivative financial instruments measured at fair value through profit or loss	(314,347)	-
Other financial liabilities measured at fair value through profit or loss	(7,013,843)	(7,550,133)
	(7,328,190)	(7,550,133)

Financial assets measured at cost through profit or loss comprise cash, trade and other debtors and amounts due to group undertakings

Derivative financial instruments measured at fair value through profit or loss comprise forward foreign currency contracts. The Company enters into forward foreign currency contracts including ratio forward contracts and accrual forward contracts to mitigate the exposure to the variability in cashflows associated with highly probable forecasted purchases, which arise as a result of their denomination in foreign currencies. These cashflows, i.e. purchases, are expected to occur within the next twelve months.

The forward currency contracts are measured at fair value, which is determined using valuation techniques that utilise observable inputs. The key inputs used in valuing the derivatives are the forward exchange rates for Euros and US Dollars. The fair value of the forward foreign currency contracts at the year end were recognised as a liability of £314,347 (2022 - asset of £419,954). As a result of underlying hedged items occurring during the year, an amount of £314,958 (2022 - £83,255) was reclassified to (2022 - to) the Hedge reserve in Equity to the Profit and Loss Account during the year.

Other financial liabilities measured at cost through profit or loss comprise trade and other creditors, accruals and amounts due to group undertakings

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

19.	Deferred taxation		
		2023 £	2022 £
	At beginning of year	(194,618)	(74,182)
	Charged to the profit or loss	18,458	5,364
	Charged to other comprehensive income	183,573	(125,800)
	At end of year	7,413	(194,618)
	The deferred taxation balance is made up as follows:		
		2023 £	2022 £
	Accelerated capital allowances	(71,174)	(89,632)
	Deferred tax on derivative contracts	78,587	(104,986)
		7,413	(194,618)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

20. Share capital

·		
•	2023 £	2022 £
Allotted, called up and fully paid		
40,102 (2022 - 40,102) Ordinary shares of £1.00 each	40,102	40,102

21. Reserves

Share premium account

The Share premium reserve is used to record the difference between the par value of the Company's shares and the amount the Company received in consideration for newly issued shares.

Hedge reserve

The Hedge reserve is used to record transactions arising from the Company's cash flow hedging arrangements.

Profit & loss account

The profit and loss reserve represents accumulated comprehensive income for the year and prior periods.

22. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £191,059 (2022 - £183,013).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

23. Commitments under operating leases

At 31 March 2023 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

- -	2023 £	2022 £
Buildings		
Not later than 1 year	392,905	275,120
Later than 1 year and not later than 5 years	442,871	20,589
	835,776	295,709
	2023 £	2022 £
Other		
Not later than 1 year	93,031	43,838
Later than 1 year and not later than 5 years	79,267	61,922
•		

24. Related party transactions

The majority of goods for resale were purchased from fellow group companies, in addition to other cost recharges. An analysis of these transactions by group company for any not 100% owned within the group is shown below:

	Other recharges £	Sales / (Purchases) £	2023 £	2022 £
Audio Technica Corporation	(623,672)	(11,245,019)	(965,314)	(1,419,803)
Audio Technica US Inc.		(99,482)	(36,812)	(58,497)
Audio Technica (Greater China)	-	(32,099)	(9,574)	(27,557)
Audio Technica Taiwan		(381,493)		(58, 206)

All related parties above have the same ultimate parent company, Audio Technica Corporation. The Company has taken advantage of the exemption within FRS 102 not to provide details of transactions entered into between wholly owned members of the group headed by Audio Technica Europe Holding BV.

All balances are not secured and are repayable on demand within the agreed credit limits.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

25. Controlling party

The Company is a wholly owned subsidiary of Audio Technica Europe Holding BV, a company incorporated in the Netherlands. The ultimate parent company is Audio Technica Corporation which is incorporated in Japan.

The largest group of undertakings for which group accounts have been drawn up is that headed by Audio Technica Corporation, and the smallest such group of undertakings including the company is Audio Technica Europe Holding BV.