

ERIEZ MAGNETICS EUROPE LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018



ERIEZ MAGNETICS EUROPE LIMITED

COMPANY INFORMATION

| | |
|----------------------------|--|
| Directors | A J Lewis J Jamieson J L Curwen G Meese M A Cooper |
| Company secretary | J Jamieson |
| Registered number | 01397255 |
| Registered office | Bedwas House Industrial Estate Bedwas Caerphilly Newport Gwent CF83 8YG |
| Independent auditor | Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 11-13 Penhill Road Cardiff South Glamorgan CF11 9UP |

ERIEZ MAGNETICS EUROPE LIMITED

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ERIEZ MAGNETICS EUROPE LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2018

Business Review

The directors are pleased to present the financial statements for the year ended 31 December 2018. Turnover increased for the year to a record level for the company. Gross margin has decreased, due to increased pressures on raw material costs. The directors have seen a significant recovery in the mining and minerals and recycling markets.

In order to manage the increase in both turnover and manning levels, an extension to the original plant was completed in October 2018 on schedule. This has provided facilities to manufacture products previously purchased overseas, in addition to providing much needed additional storage facilities. The company also intends to develop new products during 2019, requiring significant investment in both plant and personnel, which will help secure new markets in the future. A Knowledge Transfer Programme (KTP) in conjunction with Cardiff University has been established to help the company achieve these goals.

Turnover has seen an increase in exports from 65% to 78% in 2018, with greater activity particularly in the mining and minerals market. The directors anticipate export sales to be strong in 2019, particularly when the true outcome of the UK leaving the EU is better understood.

2019 is expected to be another good year in the company's history, with improved facilities, a solid opening backlog and customer base with new products and markets being targeted. The directors are confident that the company will continue to grow in the years to come.

Financial Performance

The directors use the following key performance indicators (KPIs) to measure the company's performance:

| | 2018 £'000 | 2017 £'000 | Change (%) |
|---------------------|---------------|---------------|---------------|
| Revenue | 20,888 | 16,495 | 26.6 |
| Gross profit margin | 21.9% | 24.8% | (11.7) |
| EBITDA | 1,894 | 1,620 | 16.9 |
| Net Assets | 10,117 | 11,003 | (8.0) |

The results are set out on Page 8. As the KPIs reflect, 2018 was an exceptional year in terms of turnover, with an increase of over 26%. The drop in gross margin was disappointing, but EBITDA shows a significant increase. Net assets remain stable, with a reduction in cash and stocks being offset by the increase in debtors and the addition of a new building extension.

ERIEZ MAGNETICS EUROPE LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

Principal risks and uncertainties

The Company's principal strategic risks have remained broadly unchanged over the years, and relate to issues which might prevent the Board from achieving its long term goals of creating sustainable revenue growth. The key risks which management face are as follows:

Raw material price fluctuation

A large proportion of the company's raw material purchases are subject to volatility in the commodities markets. Steel, copper and rare earth magnet material can all be affected by highly variable pricing. The Company enters in to long term fixed price contracts as appropriate to minimise the risk of increasing prices.

Fluctuation in currency exchange rates

78% of the Company's turnover relates to export sales, the majority of which are performed in Euros. A smaller proportion of contracts are in US dollars. Risk is partly mitigated by purchasing materials and services in these two currencies.

Health and Safety risks

The Company manufactures separation equipment using exceedingly strong magnet material, which gives rise to many risks to both employees and customers. Robust internal procedures and communication with customers ensures these risks are minimised.

Financial and business control

Financial controls are essential to the control and management of the business. The Company has an experienced financial team, with clearly laid out policies and procedures, which are regularly reviewed by the Board to ensure they remain both effective and appropriate to the business.

This report was approved by the board on 18 March 2019 and signed on its behalf.



J L Curwen
Director

ERIEZ MAGNETICS EUROPE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018

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

Results and dividends

The profit for the year, after taxation, amounted to £1,357,000 (2017: £1,152,000).

The directors issued a dividend during the year of £2,250,000 (2017: £Nil).

Directors

The directors who served during the year were:

A J Lewis
J Jamieson
J L Curwen
G Meese
M A Cooper

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

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.

Post balance sheet events

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

ERIEZ MAGNETICS EUROPE LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2018**

Disclosure of information to auditor

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 18 MARCH 2019 and signed on its behalf.



J L Curwen
Director



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ERIEZ MAGNETICS EUROPE LIMITED

Opinion

We have audited the financial statements of Eriez Magnetics Europe Limited for the year ended 31 December 2018, which comprise the Statement of comprehensive income, the Statement of financial position, 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 December 2018 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

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the 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.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ERIEZ MAGNETICS EUROPE LIMITED
(CONTINUED)**

Other information

The directors are responsible for the other information. The other information comprises the information included in the Directors' 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 this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matter on which we are required to report under the Companies Act 2006

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.

Matters on which we are required to report by exception

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.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ERIEZ MAGNETICS EUROPE LIMITED
(CONTINUED)**

Responsibilities of directors for the financial statements

As explained more fully in the Directors' responsibilities statement on page 3, 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

Use of our report

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

Rhian Owen
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Cardiff

Date: 18 March 2019

ERIEZ MAGNETICS EUROPE LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2018**

| | Note | 2018 £000 | 2017 £000 |
|--|------|--------------|--------------|
| Turnover | 4 | 20,888 | 16,495 |
| Cost of sales | | (16,297) | (12,403) |
| Gross profit | | 4,591 | 4,092 |
| Distribution costs | | (1,700) | (1,590) |
| Administrative expenses | | (1,210) | (1,076) |
| Other operating income | 5 | 3 | 3 |
| Operating profit | 6 | 1,684 | 1,429 |
| Interest receivable and similar income | 10 | 5 | 1 |
| Interest payable and similar charges | | (201) | (368) |
| Other finance income | | 201 | 368 |
| Profit before tax | | 1,689 | 1,430 |
| Tax on profit | 12 | (332) | (278) |
| Profit for the financial year | | 1,357 | 1,152 |
| Other comprehensive income for the year | | | |
| Remeasurement gains on pension asset | | 7 | 7 |
| Other comprehensive income for the year | | 7 | 7 |
| Total comprehensive income for the year | | 1,364 | 1,159 |

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

The notes on pages 11 to 32 form part of these financial statements.

ERIEZ MAGNETICS EUROPE LIMITED
REGISTERED NUMBER:01397255

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2018

| | Note | 2018 £000 | 2017 £000 |
|---|------|---------------|---------------|
| Fixed assets | | | |
| Tangible assets | 14 | 2,780 | 2,422 |
| Investments | 15 | 44 | 44 |
| | | <u>2,824</u> | <u>2,466</u> |
| Current assets | | | |
| Stocks | 16 | 3,701 | 3,969 |
| Debtors: amounts falling due within one year | 17 | 4,858 | 4,332 |
| Cash at bank and in hand | 18 | 1,083 | 2,684 |
| | | <u>9,642</u> | <u>10,985</u> |
| Creditors: amounts falling due within one year | 19 | (2,196) | (2,311) |
| Net current assets | | <u>7,446</u> | <u>8,674</u> |
| Total assets less current liabilities | | <u>10,270</u> | <u>11,140</u> |
| Creditors: amounts falling due after more than one year | 20 | (30) | (35) |
| Provisions for liabilities | | | |
| Deferred tax | 23 | (123) | (102) |
| | | <u>(123)</u> | <u>(102)</u> |
| Net assets | | <u>10,117</u> | <u>11,003</u> |
| Capital and reserves | | | |
| Called up share capital | 24 | 200 | 200 |
| Profit and loss account | 25 | 9,917 | 10,803 |
| | | <u>10,117</u> | <u>11,003</u> |

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

18 MARCH 2019



J L Curwen
Director

The notes on pages 11 to 32 form part of these financial statements.

ERIEZ MAGNETICS EUROPE LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018**

| | Called up share capital | Profit and loss account | Total equity |
|--|----------------------------|----------------------------|---------------|
| | £000 | £000 | £000 |
| At 1 January 2018 | 200 | 10,803 | 11,003 |
| Comprehensive income for the year | | | |
| Profit for the year | - | 1,357 | 1,357 |
| Remeasurement gain/(loss) on pension asset | - | 7 | 7 |
| Other comprehensive income for the year | - | 7 | 7 |
| Total comprehensive income for the year | - | 1,364 | 1,364 |
| Dividends: Equity capital | - | (2,250) | (2,250) |
| At 31 December 2018 | 200 | 9,917 | 10,117 |

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2017**

| | Called up share capital | Profit and loss account | Total equity |
|--|----------------------------|----------------------------|---------------|
| | £000 | £000 | £000 |
| At 1 January 2017 | 200 | 9,644 | 9,844 |
| Comprehensive income for the year | | | |
| Profit for the year | - | 1,152 | 1,152 |
| Remeasurement gain/(loss) on pension asset | - | 7 | 7 |
| Other comprehensive income for the year | - | 7 | 7 |
| Total comprehensive income for the year | - | 1,159 | 1,159 |
| At 31 December 2017 | 200 | 10,803 | 11,003 |

The notes on pages 11 to 32 form part of these financial statements.

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1. General information

Eriez Magnetics Europe Limited is a private company limited by shares & incorporated in Wales. Its registered head office is located at: Bedwas House Industrial Estate, Bedwas, Caerphilly, Newport, Gwent, CF83 8YG.

Eriez Magnetics Europe Limited's principal activity is the design and manufacture of equipment for use in material movement, separation, purification and metal detection.

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 judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The directors have considered the future trading position of the company, and based on actual trading results since the year-end, are confident that the going concern principle can be applied to the financial statements.

2.3 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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

2. Accounting policies (continued)

2.4 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 the Statement of comprehensive income 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.

2.5 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

2.6 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 the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Company in independently administered funds.

Defined benefit pension plan

The company operates a defined benefit plan for certain employees. A defined benefit plan defined the pension benefit that the employee will receive on retirement, usually dependent upon several factors including but not limited to age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The surplus recognised by an entity is considered to be limited to the future service cost which the company would have to fund, by way of contributions, in absence of this surplus. However, where the company has already committed to make future service contributions, these must be deducted from the recoverable surplus.

As such, the Company's recoverable surplus is calculated to be the present value of all future service costs less the present value of the agreed company future service contributions.

The defined benefit obligation is calculated using the projected unit credit method. The company engages independent actuaries to calculate the obligation annually. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating to the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the company's policy for similarly held assets. This includes the use of appropriate valuation techniques.

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.6 Pensions (continued)

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

The cost of the defined benefit plan, recognised in profit or loss as employee costs, except where included in the cost of an asset, comprises:

- a) the increase in net pension benefit liability arising from employee service during the period; and
- b) the cost of plan introductions, benefit changes, curtailments and settlements.

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

2.7 Current and deferred taxation

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

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting 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 Statement of financial position 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 reporting date.

2.8 Cashflows

As set out in note 30, the company's parent undertaking, Eriez Manufacturing Company, prepares consolidated accounts which include the cashflows of the Company. Consequently, the company is exempt under the terms of Financial Reporting Standard 102 from publishing a cashflow statement.

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.9 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the acquisition of a business combination and fair value of the identifiable assets and liabilities. 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 Income statement over its useful economic life of 3 years.

2.10 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.

Land is not depreciated. Depreciation on other assets is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

| | |
|--------------------|-----------------|
| Freehold property | - 25 years |
| Plant & machinery | - 3 to 10 years |
| Other fixed assets | - 10 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.

2.11 Stocks

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

At each reporting 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.

2.12 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.

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.13 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.

2.14 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.

2.15 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 Statement of financial position 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 Statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.16 Financial instruments

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

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

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

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

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgements and estimates have been made include:

1. Recoverability of trade debtors
2. Depreciation and amortisation charges
3. Overheads costs and staff costs included within the value of stock

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

4. Turnover

Analysis of turnover by country of destination:

| | 2018 | 2017 |
|-------------------|---------------|-------------|
| | £000 | £000 |
| United Kingdom | 4,567 | 5,754 |
| Rest of Europe | 9,497 | 8,261 |
| Rest of the world | 6,824 | 2,480 |
| | 20,888 | 16,495 |

5. Other operating income

| | 2018 | 2017 |
|------------------------------|-------------|-------------|
| | £000 | £000 |
| Government grants receivable | 3 | 3 |

6. Operating profit

The operating profit is stated after charging:

| | 2018 | 2017 |
|---------------------------------------|-------------|-------------|
| | £000 | £000 |
| Depreciation of tangible fixed assets | 210 | 191 |
| Operating lease rentals | 35 | 40 |

7. Auditor's remuneration

| | 2018 | 2017 |
|---|-------------|-------------|
| | £000 | £000 |
| Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts | 18 | 18 |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

8. Employees

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

| | 2018 | 2017 |
|-------------------------------------|--------------|-------------|
| | £000 | £000 |
| Wages and salaries | 5,221 | 4,580 |
| Social security costs | 545 | 484 |
| Cost of defined contribution scheme | 352 | 337 |
| | 6,118 | 5,401 |

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

| | 2018 | 2017 |
|-----------------------------|-------------|-------------|
| | No. | No. |
| Production and distribution | 70 | 67 |
| Administration | 58 | 52 |
| | 128 | 119 |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

9. Directors' remuneration

| | 2018 £000 | 2017 £000 |
|---|----------------------|----------------------|
| Directors' emoluments | 660 | 628 |
| Company contributions to defined contribution pension schemes | 139 | 131 |
| | 799 | 759 |

During the year retirement benefits were accruing to 4 directors (2017: 4) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £173,586 (2017: £165,000).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £44,625 (2017: £43,000).

10. Interest receivable

| | 2018 £000 | 2017 £000 |
|---------------------------|----------------------|----------------------|
| Other interest receivable | 5 | 1 |

11. Other finance costs

| | 2018 £000 | 2017 £000 |
|---|----------------------|----------------------|
| Net interest on net defined benefit liability | 201 | 368 |

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

12. Taxation

| | 2018 £000 | 2017 £000 |
|--|----------------------|--------------|
| Corporation tax | | |
| Current tax on profits for the year | 311 | 264 |
| | 311 | 264 |
| Total current tax | 311 | 264 |
| Deferred tax | | |
| Origination and reversal of timing differences | 25 | 26 |
| Adjustment in respect of previous periods | (1) | (12) |
| Effect of changes in tax rates | (3) | - |
| Total deferred tax | 21 | 14 |
| Taxation on profit on ordinary activities | 332 | 278 |

Factors affecting tax charge for the year

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

| | 2018 £000 | 2017 £000 |
|--|----------------------|--------------|
| Profit on ordinary activities before tax | 1,684 | 1,430 |
| Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017: 19.25%) | 321 | 275 |
| Effects of: | | |
| Expenses not deductible for tax purposes | 15 | 14 |
| Income not taxable | (1) | - |
| Adjustments to tax charge in respect of prior periods | (1) | (12) |
| Tax rate changes | (3) | - |
| Items charged elsewhere (equity/OCI) | 1 | 1 |
| Total tax charge for the year | 332 | 278 |

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

12. Taxation (continued)

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

13. Intangible assets

| | Goodwill £000 |
|-----------------------|------------------|
| Cost | |
| At 1 January 2018 | 335 |
| At 31 December 2018 | <u>335</u> |
| Amortisation | |
| At 1 January 2018 | 335 |
| At 31 December 2018 | <u>335</u> |
| Net book value | |
| At 31 December 2018 | <u>-</u> |
| At 31 December 2017 | <u>-</u> |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

14. Tangible fixed assets

| | Freehold property £000 | Plant & machinery £000 | Leased assets £000 | Total £000 |
|--|------------------------------|------------------------------|--------------------------|---------------|
| Cost or valuation | | | | |
| At 1 January 2018 | 2,779 | 3,143 | 49 | 5,971 |
| Additions | 385 | 185 | 4 | 574 |
| Disposals | - | (104) | - | (104) |
| At 31 December 2018 | 3,164 | 3,224 | 53 | 6,441 |
| Depreciation | | | | |
| At 1 January 2018 | 1,021 | 2,493 | 35 | 3,549 |
| Charge for the year on owned assets | 68 | 142 | - | 210 |
| Charge for the year on financed assets | - | - | 4 | 4 |
| Disposals | - | (102) | - | (102) |
| At 31 December 2018 | 1,089 | 2,533 | 39 | 3,661 |
| Net book value | | | | |
| At 31 December 2018 | 2,075 | 691 | 14 | 2,780 |
| At 31 December 2017 | 1,758 | 650 | 14 | 2,422 |

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

| | 2018 £000 | 2017 £000 |
|---------------------|--------------|--------------|
| Plant and machinery | 14 | 14 |

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

15. Fixed asset investments

| | Investments in subsidiary companies £000 |
|--------------------------|---|
| Cost or valuation | |
| At 1 January 2018 | 44 |
| At 31 December 2018 | 44 |
| Net book value | |
| At 31 December 2018 | 44 |
| At 31 December 2017 | 44 |

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

| Name | Class of shares | Holding | Principal activity |
|-----------------------------|-----------------|---------|--------------------|
| Pulse Technology Limited | Ordinary | 100 % | Dormant |
| Prisecter Services Limited | Ordinary | 100 % | Dormant |
| Prisecter India AVT Limited | Ordinary | 51 % | Dormant |
| Boxmag-Rapid Limited | Ordinary | 100 % | Dormant |
| Centriforce Limited | Ordinary | 100 % | Dormant |
| Hydroflow Europe Limited | Ordinary | 100 % | Dormant |

The aggregate of the share capital and reserves as at 31 December 2018 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

| | Aggregate of share capital and reserves £000 |
|--------------------------|--|
| Pulse Technology Limited | 44 |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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16. Stocks

| | 2018 | 2017 |
|-------------------------------------|--------------|-------------|
| | £000 | £000 |
| Raw materials and consumables | 1,871 | 1,470 |
| Work in progress (goods to be sold) | 812 | 1,496 |
| Finished goods and goods for resale | 1,018 | 1,003 |
| | 3,701 | 3,969 |

17. Debtors

| | 2018 | 2017 |
|------------------------------------|--------------|-------------|
| | £000 | £000 |
| Trade debtors | 4,198 | 3,827 |
| Amounts owed by group undertakings | 127 | 199 |
| Prepayments and accrued income | 533 | 306 |
| | 4,858 | 4,332 |

18. Cash and cash equivalents

| | 2018 | 2017 |
|--------------------------|--------------|-------------|
| | £000 | £000 |
| Cash at bank and in hand | 1,083 | 2,684 |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

19. Creditors: Amounts falling due within one year

| | 2018 | 2017 |
|---|--------------|--------------|
| | £000 | £000 |
| Payments received on account | 326 | 651 |
| Trade creditors | 677 | 649 |
| Amounts owed to group undertakings | 287 | 156 |
| Corporation tax | 109 | 114 |
| Other taxation and social security | 225 | 227 |
| Obligations under finance lease and hire purchase contracts | 5 | 4 |
| Other creditors | 38 | 69 |
| Accruals and deferred income | 529 | 441 |
| | 2,196 | 2,311 |

The company's bankers hold a mortgage charge over the freehold property of the company, a fixed charge over the book debts and a floating charge over all other assets in respect of various facilities and guarantees that are made available to the company.

20. Creditors: Amounts falling due after more than one year

| | 2018 | 2017 |
|--|-------------|-------------|
| | £000 | £000 |
| Net obligations under finance leases and hire purchase contracts | 8 | 10 |
| Accruals and deferred income | 22 | 25 |
| | 30 | 35 |

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

21. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

| | 2018 £000 | 2017 £000 |
|-------------------|--------------|--------------|
| Within one year | 5 | 4 |
| Between 1-2 years | 5 | 5 |
| Between 2-5 years | 3 | 5 |
| | <u>13</u> | <u>14</u> |

22. Financial instruments

| | 2018 £000 | 2017 £000 |
|--|----------------|----------------|
| Financial assets | | |
| Financial assets measured at amortised cost | <u>5,406</u> | <u>6,710</u> |
| Financial liabilities | | |
| Financial liabilities measured at amortised cost | <u>(1,564)</u> | <u>(1,354)</u> |

Financial assets measured at amortised cost comprise cash, trade debtors and amounts owed from group.

Financial liabilities measured at amortised cost comprise trade creditors, amounts owed to group, other creditors, accruals and net obligations under finance leases and hire purchase contracts.

23. Deferred taxation

| | 2018 £000 | 2017 £000 |
|---------------------------|--------------|--------------|
| At beginning of year | (102) | (88) |
| Charged to profit or loss | (21) | (14) |
| At end of year | <u>(123)</u> | <u>(102)</u> |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

23. Deferred taxation (continued)

The provision for deferred taxation is made up as follows:

| | 2018 £000 | 2017 £000 |
|--------------------------------|----------------------|----------------------|
| Accelerated capital allowances | (123) | (102) |
| | <u>(123)</u> | <u>(102)</u> |

24. Share capital

| | 2018 £000 | 2017 £000 |
|---|----------------------|----------------------|
| Allotted, called up and fully paid | | |
| 200,000 (2017 - 200,000) Ordinary shares of £1 each | 200 | 200 |
| | <u>200</u> | <u>200</u> |

25. Reserves

Profit & loss account

Includes all current and prior period retained profits and losses.

26. Capital commitments

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

| | 2018 £000 | 2017 £000 |
|------------------------------|----------------------|----------------------|
| Purchase of a magnet charger | 324 | - |
| | <u>324</u> | <u>-</u> |

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

27. Pension commitments

The Company operates a Defined benefit pension scheme.

Stakeholder scheme

The company operates a defined contribution stakeholder scheme. Pension costs to the company for this scheme amount to £296,000 (2017: £286,000)

Discretionary scheme

The company also operates a defined contribution discretionary scheme. Pension costs to the company for this scheme amount to £56,000 (2017: £51,000).

Defined benefit scheme

The company operates a defined benefit pension scheme with assets held in separately administered fund. The scheme provides retirement benefits on the basis of members' final salary. On 1 January 2004, the defined benefit scheme was closed to new entrants. At the same time, the company established a defined contribution scheme to provide benefits to new employees.

During the period the Company participated in the Eriez Magnetics UK Limited 1987 Pension Scheme which is a defined benefit scheme. Contributions were made to the scheme in accordance with the Schedule of Contributions and totalled £Nil (2017: £Nil) including special premiums of £Nil (2017: Nil). The most recent formal actuarial valuation of the Scheme was carried out at 31 December 2008 and was updated to 31 December 2018.

The Scheme was closed to further accruals and contribution on 30 November 2011. A special contribution of £Nil (2017: £138,000) was made to reduce the deficit to £Nil.

An actuarial valuation of the Eriez Magnetics UK Limited 1987 Pension Scheme using the projected unit basis was carried out at 31 December 2018. The major assumptions used by the actuary have been detailed below.

Reconciliation of present value of plan liabilities:

| | 2018 £000 | 2017 £000 |
|--|---------------|---------------|
| Reconciliation of present value of plan liabilities | | |
| At the beginning of the year | 13,412 | 14,842 |
| Current service cost | 7 | 7 |
| Interest cost | 201 | 368 |
| Actuarial losses and (gains) on Scheme liabilities | (333) | (259) |
| Benefits paid | (1,980) | (1,546) |
| At the end of the year | 11,307 | 13,412 |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

27. Pension commitments (continued)

Reconciliation of present value of plan assets:

| | 2018 £000 | 2017 £000 |
|--------------------------------|----------------------------|--------------|
| At the beginning of the year | 14,245 | 14,955 |
| Interest income on plan assets | 201 | 368 |
| Benefits and expenses paid | (1,980) | (1,546) |
| Remeasurement gain | 361 | 468 |
| At the end of the year | 12,827 | 14,245 |

Composition of plan assets:

| | 2018 % | 2017 % |
|-----------------------------|-------------------------|-----------|
| Equities | 63 | 36 |
| Gilts | 9 | 7 |
| Bonds | 15 | 13 |
| Property | 13 | 14 |
| Annuities | - | 29 |
| Cash and alternative assets | - | 1 |
| Total plan assets | 100 | 100 |

| | 2018 £000 | 2017 £000 |
|-------------------------------------|----------------------------|--------------|
| Total assets | 12,827 | 14,245 |
| Actuarial Liabilities | (11,307) | (13,412) |
| Surplus not recognised | (1,520) | (833) |
| Net pension scheme liability | - | - |

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

27. Pension commitments (continued)

The amounts recognised in profit or loss are as follows:

| | 2018 £000 | 2017 £000 |
|--|--------------|--------------|
| Current service cost | (7) | (7) |
| Interest income on plan assets including in "Net Interest on Net DB Liability" | 201 | 368 |
| Interest on obligation | (201) | (368) |
| Total | (7) | (7) |
| Actual return on scheme assets | 562 | 836 |
| | 562 | 836 |

The cumulative amount of actuarial gains and losses recognised in the Statement of comprehensive income was £28,000 (2017: £21,000).

| | 2018 £000 | 2017 £000 |
|--|--------------|--------------|
| Analysis of actuarial loss recognised in Other Comprehensive Income | | |
| Actual return less interest income included in net interest income | 361 | 468 |
| Experience gains and losses arising on the scheme liabilities | 333 | 259 |
| Increase in unrecoverable surplus | (687) | (720) |
| | 7 | 7 |

ERIEZ MAGNETICS EUROPE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

27. Pension commitments (continued)

Principal actuarial assumptions at the Statement of financial position date (expressed as weighted averages):

| | 2018 | 2017 |
|---|-------------|-------------|
| | % | % |
| Discount rate | 2.76 | 2.44 |
| Rate of RPI inflation | 3.28 | 3.24 |
| Future Pension increases (RPI max 5.0%) | 3.20 | 3.17 |
| Deferred pension increases (CPI max 5.0%) | 2.38 | 2.34 |

Mortality rates

| 2018 | 2017 |
|----------------------|----------------------|
| 90% of SAPS1 | <i>90% of SAPS1</i> |
| year of birth | <i>year of birth</i> |
| CMI2015 long | <i>CMI2015 long</i> |
| term 1.00% | <i>term 1.00%</i> |
| improvement | <i>improvement</i> |

Defined benefit pension schemes

| | 2018 | 2017 |
|----------------------------|-----------------|-------------|
| | £000 | £000 |
| Defined benefit obligation | (11,307) | (13,412) |
| Scheme assets | 12,827 | 14,245 |

Surplus

| | | |
|--|--------------|------------|
| | 1,520 | 833 |
| Experience adjustments on scheme liabilities | (333) | (259) |
| Experience adjustments on scheme assets | (361) | (468) |

ERIEZ MAGNETICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

28. Commitments under operating leases

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

| | 2018 £000 | 2017 £000 |
|--|--------------|--------------|
| Not later than 1 year | 30 | 27 |
| Later than 1 year and not later than 5 years | 36 | 33 |
| | <u>66</u> | <u>60</u> |

29. Related party transactions

In accordance with the exemptions afforded under FRS 102 section 33, there is no requirement to disclose transactions with other wholly owned entities of Eriez Manufacturing Group.

Key management remuneration amounted to £106,659 (2017: £39,000).

30. Controlling party

The company's immediate parent undertaking is Eriez Manufacturing Company which is incorporated in the United States of America. The consolidated accounts of the group can be obtained from Eriez Manufacturing Company, 2200 Asbury Road, Erie Pennsylvania 16505, USA. Ultimate control rests with Mr Richard Merwin.