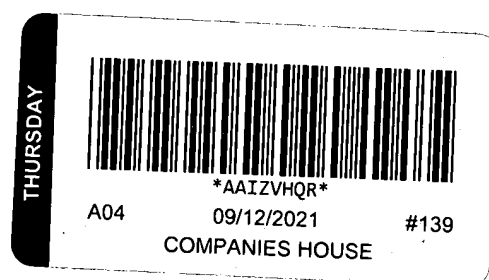


Trend Control Systems Limited

Annual Report and Financial Statements For the year ended 31 December 2020



Company Information

Officers and professional advisors

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Strategic report

for the financial year ended 31 December 2020

The directors present their strategic report for the financial year ended 31 December 2020.

Principal activities

The principal activities of the company are the design, manufacture and sale of intelligent products and systems for the measurement and control of the building environment including energy consumption. The company provides contract manufacturing and sales services to a fellow Honeywell group company, Honeywell Products and Solutions Sarl.

Review of the business and future developments

The loss for the financial year, after taxation, is £2,452,000 (2019: £374,000). The increase in the loss for the year is driven by the effect of the change in tax rate of £812,000, the impact of COVID-19 discussed below and the decrease in interest on pension assets.

In spite of the loss for the year there has been a significant increase in the company's net assets due to favourable actuarial movements in respect of the company's pension plan. The increase is mostly attributable to the actuarial gains on pension assets exceeding the actuarial losses on the liabilities leading to a net gain of £25,652,000 (2019: net loss of £4,762,000) being recognised in other comprehensive income.

While the company had a strong first quarter, and was able to keep its factory open throughout the lockdowns, the global recession caused by the COVID-19 pandemic led to a reduction in demand for the company's products and its ability to provide certain on site services with a consequential decrease in revenue for the full year. The company, along with other Honeywell entities, implemented cost control measures aimed at mitigating the impact of the COVID-19 pandemic on its revenue and profitability. This included reduced working hours, travel restrictions and headcount reductions. In addition the company received £117,000 from the UK Government's Job Retention Scheme.

The EU-UK Trade and Cooperation Agreement (Brexit deal) was signed on 30 December 2020 and is effective from midnight on 31 December 2020. The company has a significant level of interaction with the European Union in both its supply chain and sales channels. Initially the Brexit deal has caused delays in product and materials shipments due to bottlenecks at border control. There is expected to be some divergence in regulations between European Union and the United Kingdom and Honeywell as a group has taken steps to ensure compliance with new regulations stemming from the Brexit deal. The Brexit deal has necessitated review of routing methods to ensure timeous delivery of orders to customers. This will result in further order fulfilment costs which will be passed on to Honeywell Products and Solutions Sarl under the contract manufacturing agreement. The effects of the Brexit deal are being monitored as detailed in the risk management and principal risks and uncertainties paragraphs included in this report.

The company is in a net asset position and expects to remain so for the foreseeable future.

Key performance indicators

Management monitors the business using the following key indicators:

	2020	2019
	%	%
Operating profit margin % of turnover	0.7	0.6
Operating profit before costs excluded from recharge % of turnover	3.0	3.0

Operating result

The company had certain one off costs in the year including redundancy and reorganisation costs of £632,000 aimed at managing the impact of the COVID-19 pandemic. This along with other cost cutting measures in selling and distribution has enabled the company to maintain its operating profit in the current year.

Strategic report

for the financial year ended 31 December 2020

Strategy

The company is part of the Honeywell Group, and therefore its strategy is aligned to the Group strategy for the Home and Building Technologies Business Group. As a service provider to fellow Honeywell group companies, the company applies the following strategies to manage its group interest:

- focus on customers and customer feedback to improve business performance
- productivity and process improvement
- assist in product development
- assist in continued expansion into current and new markets
- proactive alignment of its business structure to meet changing market demands
- defending and extending the installed base through productivity improvements
- strong brand recognition through brand and channel management

Financial risk management, objectives and policies

Interest risks

The company is exposed to interest rate risk arising out of amounts owed by group undertakings. The exposures to interest rate risks have not been hedged as there is no net interest rate risk at group level on account of intra group loan balances.

Foreign currency risk

The impact of COVID-19 has resulted in increased volatility in foreign exchange rates thus exposing the company to increased foreign currency risks. This has been compounded by the effect of the Brexit deal on British Pound Sterling.

The company monitors and manages the foreign currency risk relating to the operations of the company, with the assistance of the treasury department of Honeywell International Inc.

Liquidity risk

The company ensures availability of funding for its operations through an appropriate amount of committed bank facilities on a group wide basis.

Credit risks

Credit risk arises from exposures to customers. The creditworthiness of customers granted credit terms in the normal course of business is monitored continually.

The terms and conditions of credit sales are designed to mitigate or eliminate concentrations of credit risk with any single customer. Sales are not materially dependent on a single customer or a small group of customers.

In respect of intercompany receivables, the company does not have exposure to credit risk considering that we are receiving a guarantee letter from Honeywell International Inc. to support intercompany balances.

Principal risks and uncertainties

As a trading entity, the company is dependent on Honeywell Products and Solutions Sarl's continued ability to secure contracts with customers and its ability to perform under those contracts.

In December 2019, a novel strain of coronavirus ("COVID-19") was identified in Asia. Over the next several months, COVID-19 quickly spread across the world. In March 2020, the World Health Organization declared COVID-19 a worldwide pandemic. The outbreak of COVID-19 has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown which could negatively impact the company's operations and adversely affect its business. As of December 31, 2020, the virus continues to spread and many countries are experiencing a resurgence in infection rates. Although vaccines have been made available, the availability and distribution of the vaccines continues to provide challenges. We remain cautious as many factors remain unpredictable, including the increasing rate of COVID-19 infections. We continue to monitor COVID-19 infection rates and acknowledge the risk of new surges in COVID-19 infections.

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The global spread of COVID-19 creates significant volatility, uncertainty and economic disruption, which impacts our business, operations and financial results and may continue to do so. Honeywell's capabilities adapted towards addressing the COVID-19 challenges of our customers around the world. The enduring impact of the COVID-19 pandemic on business, operations and financial results will depend on numerous evolving factors that we may not be able to accurately predict, including: the duration, scope and severity of the pandemic; as well as the timing and availability of effective medical treatments and vaccines; governmental, business and individual decisions and actions; the impact of the pandemic on economic activity; and the extent to which we or our business partners may be prevented from conducting normal business activities due to shutdowns or other restrictive measures that may be requested or mandated by governmental authorities.

These factors could, among other things, disrupt the purchasing and payment behaviours of our customers and their end-users; our operations, including our manufacturing activities, the shipment of our products, and the performance of our suppliers and service providers; and our liquidity and cash flow.

The following risks will be applicable to the companies dealing in home and building technologies as a whole.

- **Customer risk:** Existing and potential customers and their end-users may choose to reduce or delay spending, cancel contracts, or cut costs in a manner that reduces demand for our products and services. Customers may also attempt to renegotiate contracts and obtain concessions, face financial constraints on their ability to make payments to us on a timely basis or at all, or discontinue their business operations, and we may be required to discount the pricing of our products, all of which may materially and negatively impact our operating results, financial condition and prospects. In addition, unfavourable customer site conditions, such as closure of or access restrictions to customer facilities, and disruptions to our customers' third-party logistics, warehousing, inventory management and distribution services may limit our ability to sell products and provide services, meet billing milestones or provide services.
- **Operations risk:** The closure of our facilities, restrictions inhibiting our employees' ability to access those facilities, and disruptions to the ability of our suppliers or service providers to deliver goods or services to us (including as a result of supplier facility closures or access restrictions, disruptions to their supply chains, and supplier liquidity or bankruptcy risk) could disrupt our ability to provide our services and solutions and result in, among other things, terminations of customer contracts and losses of revenue. Because the COVID-19 pandemic could adversely affect our near-term and long-term revenues, earnings, liquidity and cash flows, we have taken and may be required to continue taking significant cost actions, including but not limited to reducing discretionary expenses (such as non-essential travel, contractors, and consultants), reducing hiring, cancelling annual merit increases; reducing executive and board of directors pay, reducing work schedules across the enterprise, shortening or staggering work schedules to match production with demand, and reducing staffing levels, as well as increasing supplier-based productivity and enhancing spending-limit controls. Remote work and increased frequency of cybersecurity attacks, including phishing and malware attempts that utilize COVID-19-related strategies, increase the risk of a material cybersecurity incident that could result in the loss of proprietary or personal data, render us more vulnerable to future cybersecurity attacks, disrupt our operations, or otherwise cause us reputational or financial harm.

With the introduction of a vaccine, the COVID-19 pandemic is being brought under control however there is potential for new strains of the virus resulting in reduced efficacy and continuation of government-imposed restrictions to business activities. A sustained or prolonged COVID-19 outbreak could exacerbate the negative impacts described above, and the resumption of normal business operations may be delayed or constrained by lingering effects on our suppliers, third-party service providers, and/or customers. These effects, alone or taken together, could further impact each of the risks described above. Due to daily evolution of the COVID-19 pandemic and the responses to curb its spread, we cannot predict the ultimate impact the COVID-19 pandemic will have on our business, financial condition, results of operations, liquidity, and cash flow.

As discussed the COVID-19 restrictions prevented the company from providing on-site services. With the introduction of the vaccine and easing of restrictions the company has been able to catch-up on missed service visits and is seeing an increase in production orders. While a rebound is expected during second half of 2021, this is subject to a successful roll out of the vaccine and further easing of government imposed restrictions.

On 23 June 2016, the UK held a referendum on the UK's continuing membership of the EU, the outcome of which was a decision for the UK to leave the EU (Brexit). The UK left the EU on 31 January 2020 and was in a transition

Strategic report

for the financial year ended 31 December 2020

period until 31 December 2020. The EU-UK Trade and Cooperation Agreement (Brexit deal) was signed on 30 December 2020 and is effective from 1 January 2021. The deal imposes additional rules and regulations to govern the transfer of goods and services between the United Kingdom and European Union. This is likely to lead to an increase in costs and administrative requirements of trading with the European Union. The implementation of the deal is also expected to impact macroeconomic factors such as exchange rates. A working group has been established by Honeywell International Inc. to monitor the trade deal and regulation and implement mitigating actions to respond to any changes.

The company has a significant degree of interactions with the European Union through its supply chain and sales distribution channels. It will be impacted through additional costs and complexities of transferring products and services between the United Kingdom and the European Union. The company has implemented actions to mitigate the impact of Brexit and continues to monitor the Brexit regulations and will adapt the mitigating actions as needed. In addition, the company may be affected by macroeconomic factors, such as exchange rate and interest rate fluctuations, that are influenced by the deal and affect the environment in which the company operates.

Statement by the directors in performance of their statutory duties in accordance with s172(1) of Companies Act 2006

Set out below is the Company's report as required under the Companies (Miscellaneous Reporting) Regulations 2018 (the "**Regulations**"). The Regulations require Trend Control Systems Limited (the "**Company**") to report how the Directors of the Company (the "**Board**") have considered their duties under section 172 ("**Section 172**") of the Companies Act 2006 (the "**Act**"), to promote the success of the Company for the benefit of its shareholders whilst having due regard to the Company's stakeholders. The principal activities of the Company are design, manufacture and sale of intelligent products and systems for the measurement and control of the building environment including energy consumption. The Company provides contract manufacturing and sales services to a fellow Honeywell group company, Honeywell Products and Solutions Sarl.

The Company is part of the Honeywell group of companies (the "**Honeywell Group**") and is ultimately owned by Honeywell International Inc. The duty under Section 172 is owed by the Directors to the Company. In the context of a group of companies, the Company's Directors owe their primary duty to the Company and not Honeywell International Inc (although Honeywell International Inc is considered a relevant factor under the Section 172 duty).

The Board recognises the need to have appropriate levels of corporate governance as part of its approach to risk mitigation and wider stakeholder engagement strategy, and that the overall framework that Section 172 promotes is to drive the long-term success and sustained economic viability of the Company for the benefit of its shareholder and other key stakeholders.

The Directors are mindful of corporate governance and seek to demonstrate understanding of their accountability and statutory responsibilities, including application of their Section 172 duties under the Act. Honeywell Group's legal function provides regular corporate governance updates to the Board on new and amended legislation, including the steps taken to ensure compliance. The Directors always consider whether the decisions to be taken are in the best interest of the Company, whilst also considering the impact on the Company's wider stakeholder base.

For details of the issues, factors and stakeholders the Directors consider relevant in complying with Section 172 of the Act, and the main methods the Directors have used to engage with stakeholders and understand the issues to which they must have regard, refer to the Engagement with Employees Statement and Engagement with Suppliers, Customers and Others Statement on page 8.

Purpose

The purpose of our Company is aligned to the Honeywell Group strategy for the Honeywell Building Technologies Business Group. The Company acts as a service provider to other parts of the Honeywell Group supporting the design, manufacture and sales of intelligent products and systems for the measurement and control of the building environment including energy consumption.

The Board is responsible for promoting this purpose of the Company and ensuring that its values, strategy and culture complement this purpose and are strategically aligned with the wider Honeywell business unit strategy. Our purpose is at the heart of everything that we do, it inspires our employees and guides our day-to-day operations, our culture and decision making by the Board.

Strategic report

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An annual strategic planning process takes place at Honeywell. The determined business unit strategy is then understood at Trend Control Systems Limited who consider how, at the Company level, the strategy can best be implemented. We align our values with the wider Honeywell Group's clearly defined core values, which encompass inclusion and diversity, sustainability, integrity and compliance and communities. By incorporating these values, we create an environment where individuals and teams grow together whilst recognizing a culture that balances accountability and results with a high value on its people. Our commitment to integrity, ethics, supporting diversity and workplace respect underlie the Directors' duties to promote the success of the Company as a whole whilst encouraging such behaviours enabling a "performance culture" that the Honeywell Group seeks to achieve throughout.

Our culture is determined by the values set out above which defines the expectations, attitudes and behaviors expected by the Company's Directors and its employees, in its activities and relationships with colleagues, shareholders and wider stakeholders. In doing so, this ensures that the business maintains a reputation for high standards of business conduct and stakeholder engagement.

Our culture and values are further reinforced by training and development of the Board and employees. The Company and its Directors are able to apply the core values, which produce a high standard of business ethics, when considering the statutory requirements of Section 172 in pursuit of promoting the long-term success of the Company.

In making its decisions, including strategic decisions that impact our stakeholders, a key principle applied by the Directors is to always consider whether the decision they are about to take leads to a positive long-term increase in shareholder value whilst balancing the interests of, and long-term impacts on, stakeholders of the Company. The Directors and local UK and Ireland executives are provided with clear guidance and appropriate corporate governance protocols to support the decision-making process, at the heart of which is the necessity to promote the sustainable, long-term success of the Company, whilst having sufficient regard for stakeholders.

Decision Making Process

Decision making within the Company is undertaken by the Board with supporting information from subject matter experts at executive level in the business, including various Honeywell group functions such as Tax, Treasury and Legal. Decision making is guided by the strategic direction of both the global and European level of the Honeywell Building Technologies Business Group.

The Board has a robust set of reserved matters relevant and appropriate to its purpose and function, with appropriate thresholds, to ensure applicable approvals are obtained before certain actions/business decisions can be taken. Certain matters such as market intelligence, pricing and discount management are delegated to senior management with strict processes, approval levels and escalation in place as appropriate. The Board's matters are strictly reserved to ensure the directors of the Board can demonstrate sound and competent execution of their statutory duties (including oversight of the management of relationships and engagement with stakeholders on their behalf) in accordance with the Act and the Regulations and are driven by the need to promote the success of the Company. A key principle underlying these delegations in the Company is that the flow of delegation originates from the Board to senior management.

For example, during 2020, the Covid-19 pandemic meant that the wider global business had to take decisions to rearrange the ways of operating with many employees working from home. Decisions were taken with regard to the well-being and safety of employees whilst maintaining the highest operational standards of compliance as set by Honeywell. The Board of Trend Control Systems Limited ensured that ways of working were appropriately adapted in the Company whilst maintaining the high standards guided by Honeywell's wider business support functions.

As detailed in the Training section below, training has been undertaken by Directors to understand the requirements of the Regulations and the process for approving principal decisions. This training also informed the directors of future regulatory developments which the Board will continue to monitor through the overarching corporate governance across the UK.

Strategic report

for the financial year ended 31 December 2020

Board meetings are scheduled on an adhoc basis and occur at least once a year. The Board processes that support the application of our corporate governance and decision-making more widely, and Section 172 more specifically, require board paper preparers to ensure sufficient and relevant information is provided to the Board. Board meetings and minutes demonstrate the relevant aspects of Section 172 are considered and appropriately addressed. The corporate governance process provides the Company with a framework to ensure everyone involved in and contributing to the decision-making process understands the duties which the directors are obligated to consider in the decision-making process and applicable regulations, to be able to provide relevant information and therefore lead to effective decision making.

To further support effective decision-making, the Board takes into account various group-wide governance policies and practices, including the Delegations of Authority, Code of Ethics, Anti-Bribery and Corruption Policy, Environmental Policy, Security Policy (the **"Honeywell Policies"**), when making decisions on behalf of the Company, together with established practices.

Board composition

The Company has two Directors, as further described on page 13 of the Directors' Report. The current Directors, in addition to their role as statutory Directors of the Company, also occupy key positions within the wider organisation and ensure ongoing oversight of various segments of the business. For example, S.D'Agostino has been General Manager of Honeywell and Managing Director of Trend Control Systems Ltd. He leads in reshaping the offering of hardware, software and services, enabling digital transformation and cloud solutions. He leads sales and marketing across multiple channels and drives growth in multiple customer segments. M.Orbell-Thompson is the finance leader on leadership teams for various EMEA Honeywell lines of business. She has extensive experience in designing, preparing and presenting EMEA financial results and analysis to the key leadership teams, highlighting risks and opportunities, to enable profitable growth. She is also responsible for driving business and finance functional objectives and ensuring proper internal controls.

The composition of the Board provides a level of seniority, extensive business and industry experience and in-depth understanding of the Company's and the wider organization's affairs to enable the Directors to meet the needs of the business and for the Directors to each carry out their role and statutory duties to a high standard. The Board's collective experience enables them to identify and consider a broad range of stakeholders in their deliberations and decision-making.

During, and after the end of, the reporting period, changes were made to the Board's composition to strengthen and align legal entity and executive governance. During the year, L.Wooton resigned from the Company.

Training

New Directors are subject to a formal induction process and the current Directors have an opportunity to receive training relevant to their role on the Board and the wider organization. To support the Directors in their roles and enable them to discharge their responsibilities as statutory directors, the induction and ongoing training contains materials and training sessions on Section 172 duties and wider responsibilities of the Directors.

The Directors of the Company are given access to an online training portal where regularly updated training material and modules are made available to enable the Directors to continually refresh and develop their skills and knowledge.

In 2021, and annually going forward, Directors of the Company will attend bespoke training sessions from an external facilitator to ensure they are continually up to date with relevant legislation in order to actively demonstrate compliance and application of their statutory duties. Director training will consist of presentations, breakout sessions and case study analysis. New Directors will be provided with induction packs detailing the course content to ensure that they are up to date as soon as they take on a Honeywell directorship.

Principal decisions

Being a part of a large multinational group of companies, the Company adheres to the compliance policies and procedures which are set out by its parent company, alongside those of the wider group. As a service provider during the year, all key strategic decisions made by the Company have been made in line with the direction of the business units, whilst considering the Honeywell Group strategy.

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The Board have the necessary skills and experience required to identify the impacts of their decisions on the Company's stakeholders, and where relevant, the likely consequences of the decisions in the long-term. The Directors are supported by information provided by Honeywell Group functions, such as Tax, Treasury and Legal - who support and consult when necessary. Responsibility for making principal decisions is reserved for the Company's Board and can include the following decisions: (i) those linked to matters of strategic importance; (ii) commercially material matters of financial or operational importance; and (iii) those that impact key stakeholders. Examples of principal decisions can include:

- dividends;
- changes to key investments owned by the Company;
- substantial reorganization projects;
- business contracts above certain value;
- changes to the Company's strategic objectives, in line with wider business unit priorities;
- substantial changes to the Honeywell brand; and
- matters that will substantially affect the Company's employees.

In making its decisions, the Board is required to consider the outcome of any stakeholder impact assessment that has been undertaken to support it making that principal decision.

In line with the Regulations and FRC guidance, and in accordance with the approach taken during the financial year under review, having considered the Company's principal risks and uncertainties as detailed in the Strategic Report, the Company made the following principal decisions during the year ended 31 December 2020:

- Approval of re-appointment of auditors.
- Approval of Slavery and Human Trafficking Statement 2019.
- Approval of the renewal of leases for Units C1, C2, C3 of East Site, Foundry Lane, Horsham with Halifax Pension Nominees Limited.
- Reorganising the sales team to drive more demand in the UK and Ireland region.
- Pivoting ways of working in response to disruption from Covid-19.

These decisions benefitted the long-term development of the Company. In making its decisions, the Board is required to consider the outcome of any stakeholder impact assessment that has been undertaken to support it making that principal decision.

Covid-19 Related Decisions:

The Honeywell Group undertook a formal analysis, "Going Concern and Impact of Covid 19", of the impact of Covid 19 on global and local economies and the effect on Honeywell's UK holding and financial companies, as well as Honeywell International Inc. The report contained an analysis of the impacts of the global pandemic on areas such as employee health, safety, economic wellness, Honeywell's commitment to public health, plant productivity and safety, customers and suppliers, liquidity resources and prudent cost control measures.

The Company was impacted by Covid-19 and had to undertake operational changes including enabling employees to work from home. The disruption from Covid-19 also led to changes in the sectors targeted for business opportunities and support in the short term such as in healthcare and construction. No immediate longer-term negative implications were highlighted.

Engagement with Suppliers, Customers and Others in a Business Relationship with the Company Statement (Stakeholders):

The Board recognises the importance of considering and having regard to key stakeholders and their interests when making decisions. By thoroughly understanding the Company's key stakeholder groups, the Board can successfully factor in and address the needs of these stakeholders and foster good business relationships with them. The Company considers its employees, suppliers, customers, the community and environment, our shareholder and regulators to be our key stakeholders.

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We aim to build and maintain lasting relationships with our key stakeholders in the countries where the Company operates. The Company engages with its key stakeholders and considers their differing needs and priorities as an everyday part of its business and uses the input and feedback to inform its decision-making.

The Board delegates stakeholder engagement to the senior management and considers the stakeholders that are impacted by the Company and its business activities, including its employees, suppliers, customers, the local community and the shareholder.

The Company's Board operates within the Honeywell Group's vision which recognises the importance of clear and effective communication as well as proactive engagement with stakeholders. By enabling a broad range of engagement channels, informed decision-making is achieved and supports the long-term success of the Company.

Regularly engaging with the key stakeholders is a priority for the Company and the following information describes how the Directors had regard to the need to foster relationships with the Company's key stakeholders, how outcomes were considered and how concerns were identified and addressed during the reporting period. Further detail of these decisions, and in particular the Principal Decisions in relation to the stakeholders, are discussed in the s172 Statement on page 6:

Key stakeholders	Stakeholders' interests	How we have fostered relationships	How the fostering of relationships impacted decision making
Employees	For details on how we engaged with Trend Control Systems Limited's UK-based employees, how the Directors had regard to those employees' interests, and the effect of that regard, including on the decisions taken during the reporting period, refer to the Engagement with Employees Statement in the Directors' report (details of which are set out on page 13).		
Suppliers	<p>To receive a clearly stated set of requirements to understand Trend Control Systems Limited's needs and expectations.</p> <p>To receive regular support from Trend Control Systems Limited to improve suppliers' business management system and effectively avoid any defects and operational issues.</p> <p>To be part of a fair and respectful tender and supplier selection process.</p> <p>To be part of an ongoing supplier relationship based on mutual respect and treating each other as valued business partners.</p>	<p>The Company operates under a number of Honeywell group-wide policies to ensure fair and respectful treatment of its actual and potential suppliers across the organization. The policies clearly set out the Company's expectations in relation to the quality of supplier products and services delivered and requirements that need to be met to ensure smooth and mutually beneficial business relationship. As part of the wider Honeywell Group, the Company's supplier engagement is measured as part of Honeywell's global procurement organisation.</p> <p>Further information can be found on Honeywell International's supplier code of business; www.honeywell.com/en-us/company/integrity-and-compliance.com</p>	Any noted issues on suppliers are appropriately escalated via the procurement function. Through the year there have been limited impacts from supplier issues on Board decisions.

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<p>Customers</p>	<p>To provide the Company's customers with top quality services.</p> <p>To demonstrate excellence in service delivery on a global scale and build trust between customers and the Company.</p> <p>Ensuring safety of the products and services provided to customers.</p> <p>Ensuring that any claims in relation to quality of safety of products or services are addressed and resolved.</p> <p>Ensuring that customer data is kept in a secure environment and only for the duration and purposes the data was collected for.</p>	<p>The Company maintains a number of Honeywell group-wide policies aimed at ensuring ongoing security of customer data, high standards of safety and quality of the products and services and continued confidence and trust of our customers. Ongoing engagement with customers takes place majorly by Directors due to their commercial sales focus.</p>	<p>Through the sales role that the Directors participate in in the Company, understanding of the priorities of customers is developed. This in-depth commercial understanding factors into the Board decision making.</p> <p>By understanding our customers, it has allowed us to clarify the Company's vision for future growth and ways to continually add brand value.</p>
<p>Community and environment</p>	<p>To manufacture and deliver high quality products and services in an energy efficient and environmentally responsible manner.</p> <p>To conduct business in a manner to minimise negative impact on the surrounding area and be respectful and conscientious of the environment.</p> <p>To take into account the interest of the local community when considering future investments and business decisions.</p> <p>As aforementioned, the Company as part of the wider Honeywell Group takes into consideration the sustainability policy of Honeywell International Inc.</p>	<p>The Company maintains a number of Honeywell group-wide policies to promote sustainable and environmentally friendly business and operational practices.</p> <p>Engagement with the local community has taken place including initiatives at local schools to help foster and drive STEM talent.</p>	<p>By following and implementing the group wide sustainability policy, the Company has been able to foster the interests of the community and environment in which it operates in Board decisions.</p>

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Shareholder	The Company shares are owned by Novar Limited and Novar Electrical Holdings Limited and the ultimate shareholder is Honeywell International Inc.	Group Treasury, Tax and Finance functions, in conjunction with the senior management, make recommendations to declare dividends, coordinate and evaluate the amount of dividend and impact at local level. The Company reports to its sole shareholder on a regular basis in the form of its financial statements, monthly and quarterly Board reports and business reviews, presentations to the Board of the Group, business plans and strategic plans as well as risk reporting.	The Company's strategy is to pursue strategic growth to create long term value for its sole shareholder. The receipt of this information, and the coordination with Group functions, aids the Board when considering whether to declare dividends, the amount of dividend and impact at local level Dividends, which are categorised as a principal decision, were considered and however were not subject for approval this financial period.
Regulator(s)	To receive regular feedback on any consultations. To have an open and honest relationship with the Company where Regulation and Guidance can be discussed.	The Company's Directors have delegated much responsibility for engagement with the Regulators to the ultimate parent Honeywell International Inc. The Company keeps the Regulators informed of any significant changes to the Company.	

Employee Engagement Statement:

The Company identifies its employees as its key stakeholders and recognizes their importance to the long-term success of the Company. Throughout the year, the Directors, through their delegated authority to senior management, HR functions and wider Honeywell Group functions, engaged with the Company's employees in various ways to provide information on matters of concern to them as employees, to take into account their views in making decisions likely to affect their interests, to encourage involvement in the Company's performance and to achieve a common awareness on the part of all employees of the financial and economic factors affecting the Company's performance. It is noted that further in-depth engagement is planned for the 2021 year to improve and understand the overall employee experience.

The Company engages with its employees to create an environment where its people can continue to learn and establish their careers alongside adding value to the attainment of the Company's initiatives. The Company promotes the use of specific lines of communication such as employee surveys, business performance updates and presentations, among other things.

This ongoing engagement with the Company's stakeholders aims to minimise levels of staff attrition, actively invite employee engagement within the context of the current market, capitalise on knowledge share schemes and promote and continue to develop a healthy work-life balance.

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The table below sets out the details of how the Company engaged with its employees and how the Directors have regard to the employees' interests and the impact of these considerations on the decisions taken by the Board during the reporting period. Further detail of these decisions, and in particular the Principal Decisions in relation to the employees, are discussed in the s172 Statement on page 6:

Employees' interests	How have the Directors engaged with employees	How the Directors have had regard to employee interests, and the effect of that regard
<p>Providing information on matters of concern to them as employees and to achieve an awareness of factors affecting the performance of the Company, such as quarterly results, strategy, sustainability, training, bi-annual performance related bonus scheme, career development and diversity and inclusion.</p> <p>Being consulted on a regular basis so that the views of employees can be taken into account in the decisions made by the Directors which are likely to affect their interests.</p>	<p>The Directors have delegated much of the engagement to Group's employee engagement mechanisms, including the Group intranet, Group social media channel, regular team and one-to-one updates provided by divisional leaders and line managers.</p> <p>The Group HR function, to whom the Directors have delegated training responsibility, ensure that training and career development sessions to employees are provided.</p> <p>Employees are kept informed by ad hoc updates on key developments, changes to strategic objectives and priorities, updates on progress of ongoing projects, updates on Brexit developments and its impact on the business and workforce, updates and announcements in respect of the Covid-19 pandemic.</p> <p>Employees also regularly receive emails from the Group and UK CEO as part of the Company's wider engagement strategy.</p> <p>The Company also publishes annually the Company's Gender Pay Gap Report, as well as communications around how and what improvements the Company is trying to progress.</p> <p>Our employees are actively encouraged to participate in any group surveys.</p>	<p>We strive to promote inclusivity and do not discriminate between employees or potential employees on grounds of race or ethnic origin, disability, gender, sexual orientation, age, religion or belief.</p> <p>We are committed to valuing the diversity of our people and monitor and report internally on aspects such as gender and age equality. The Company and the group are strongly dedicated to ensuring equal pay for all workforce across the organization regardless of gender, race or ethnic origin, disability, gender, sexual orientation, age, religion or belief and regularly report on both group and legal entity level. The Company has appointed a specific project manager to drive diversity and inclusion initiatives in the business.</p> <p>The results of conducted employee surveys are submitted to the Board and considered. The outcomes and any workforce-related issues and requests are considered, addressed and the employees updated on the actions to be taken.</p>


Strategic report

for the financial year ended 31 December 2020

Principal Decisions

Principal decisions, within the context of Section 172, are made within the context of the ultimate parent company Honeywell International Inc.'s group strategy and in accordance with policies and procedures set by Honeywell International Inc. During the year there were no principal decisions, within the context of Section 172 reporting, for the company to disclose.

Approved by the board of directors and signed on its behalf by:

DocuSigned by:

38120093D67343B
Madeleine Orbell-Thompson
Director
08-Dec-2021

Directors' report

for the financial year ended 31 December 2020

The directors present their annual report and audited financial statements for the company for the financial year ended 31 December 2020.

Business review and future developments

A review of the business of the company and future developments is included in the strategic report on page 1.

Results and dividends

The company's loss for the financial year, after taxation was £2,452,000 (2019: £374,000) which will be deducted from reserves. The results for the financial year are shown on page 20.

The directors do not recommend the payment of a dividend (2019: £nil).

Financial risk management, objectives and policies

The details of the financial risk management of the company are included in the strategic report on page 2.

Directors of the company

The directors of the company who held office during the financial year and up to the date of signing these financial statements were:

Loretta Wootton (resigned on 15 October 2020)
Stefano D'Agostino
Madeleine Orbell-Thompson

Directors' indemnities

Pursuant to the company's articles of association, the directors were throughout the financial year ended 31 December 2020 and are at the date of this report entitled to a qualifying indemnity provision as defined in section 234 of the Companies Act 2006.

Employment of disabled persons

The company recognises that physically or otherwise disabled individuals are not, of necessity, prevented from making a valuable and significant contribution to the business, and where people have the attitudes and abilities necessary for the job, the company gives sympathetic consideration towards employing them, or retaining them in work should the disability emerge during employment. The company's policy is to ensure that no discrimination either direct or indirect occurs against employees or applicants, whether in selection, promotion, access to training, or appraisal.

Employee engagement

The company keeps employees fully informed of the company's strategies and their impact on the performance of the company and the group and encourages employee participation. Briefing meetings are held for each division to give information on company matters and provide an opportunity for discussion. E-mail bulletins are circulated regularly to all employees to ensure a common awareness of financial and economic factors that affect the performance of the company. Furthermore, employees can acquire shares in the ultimate parent company through the UK Share Builder Plan. Further detail on the engagement with employees undertaken during the year appears as part of our Section 172 statement on page 4.

Stakeholder Engagement

We recognise the importance of clear communication and proactive engagement with our stakeholders. Details of engagement with stakeholders undertaken during the year appears as part of our Section 172 statement on page 4.

Directors' report

for the financial year ended 31 December 2020

Going concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the strategic report.

The ultimate parent company, Honeywell International Inc. has indicated that it will provide financial support to the company for at least one year from the date of signing these financial statements. While considering the ability of the ultimate parent company to provide financial support, the directors, have reviewed the 2020 and Q2 2021 operating results and financial performance of Honeywell International Inc. as well as representations and initiatives of Honeywell Executive Leadership. The directors have further relied on forward looking assessments provided by Honeywell International Inc. under various possible COVID-19 scenarios, including rollout of the vaccine, and are satisfied that the ultimate parent company is in a position to provide the necessary financial support. As part of their consideration, the directors have acknowledged the cost control measures already taken across Honeywell International Inc., the group's cash, cash equivalents and short term investments balance at 30 June 2021 of \$12.3 billion.

The directors have a reasonable expectation that the company has adequate resources, including support from Honeywell International Inc. to continue in operational existence for the foreseeable future being a period of at least 12 months from the date of these financial statements.

Based on the circumstances described above, the financial statements are prepared on the assumption that the entity is a going concern.

Disclosure of information to auditor

In the case of each of the persons who is a director at the time this report is approved:

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

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Global GHG emissions and energy use for the period

The annual quantity of emissions of carbon dioxide (Co2) equivalent resulting from the companies activities are:

	2020 Tonnes	2020 kWh
Co2 emissions from combustion of gas	77.09	419,285
Co2 emissions from combustion of fuel for transport purposes	264.94	1,049,295
Co2 emissions from electricity purchased for own use	245.30	1,052,149
Emissions from business travel in rental cars or employee -owned vehicles where company is responsible for purchasing the fuel	18.46	70,233
Total gross CO 2e based on above	605.79	2,590,962
Ratio of total emissions to sales	0.01	

Methodology for determining emission values

GHG Protocol: The corporate standard used in conjunction with DEFRA conversion factors was used. Where available, energy consumption is based on actual results. Where actual information is not available, consumption is based on estimates as follows:

- Estimation of sites energy consumption was done by CBECS factors for labs and offices using the square footage information;
- Business travel calculations are based on spend data converted to liters and assumed diesel as the fuel used;

Directors' report

for the financial year ended 31 December 2020

Personal mileage calculations are based on spend data converted to miles with the assumption that all vehicles used diesel.

Steps taken to increase the company's energy efficiency

Honeywell has a commitment to making our business operations more environmentally friendly and sustainable. Our internal efforts have improved our Scope 1 and Scope 2 greenhouse gas intensity by more than 90% since 2004. And we are committed to achieving more. In 2019, Honeywell set a new five-year "10-10-10" target to reduce global Scope 1 and Scope 2 greenhouse gas emissions by an additional 10% per dollar of sales from 2018 levels, to deploy at least 10 renewable energy opportunities, and to achieve certification to ISO's 50001 Energy Management Standard at 10 facilities, all by 2024. Environmental responsibility is important to our long-term growth. Being a steward of the environment ensures economic sustainability for our shareholders and employees, and it enables continued development of products to meet the demands of an expanding global economy.

We have implemented the following actions to reduce/offset our emissions and energy consumption

- Global energy program allowing any site to avail funding for energy reduction projects
- Implementing lighting and control systems upgrade projects, compressed air and cooling plant upgrade projects in the UK. The project implemented will result in 33 Tonnes of CO2 savings/annum
- Newsletter communication on Honeywell Sustainability that includes best practice sharing. These communications provide awareness and knowledge sharing of energy savings across UK
- Specific program to optimize the facilities during the Covid period in UK will reduce 21 Tonnes of CO2 savings/annum.
- Purchasing electricity with REC's in many UK sites.


Events since the balance sheet date

There have been no material adjusting or disclosable events since the financial year end.

Independent auditor

Deloitte LLP have expressed their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the board of directors and signed on its behalf by:

DocuSigned by:

38120093D67343B
Madeleine Orbell-Thompson
Director
08-Dec-2021

Directors' responsibilities statement

for the financial year ended 31 December 2020

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 'Reduced Disclosure Framework.'

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

To assist them in discharging these responsibilities, the directors have engaged a number of third party providers including accounting firms who are engaged to prepare the company's financial statements, as well as Honeywell International Inc.'s own finance shared service centre located in Bengaluru and Bucharest. Honeywell operates a country controllership model under which an identified senior finance representative is responsible for all of the UK and Ireland entities, supported by a wider finance team and under the supervision of the Regional Finance Leader for Western Europe. The directors have ensured that adequate processes are in place to maintain oversight and supervision over these various providers and processes and to ensure there is clear linkage with the company's activities.

Independent auditor's report

to the members of Trend Control Systems Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Trend Control Systems Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 25.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

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

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

Conclusions relating to going concern

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/director with respect to going concern are described in the relevant sections of this report.

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 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.

Independent auditor's report

to the members of Trend Control Systems Limited

Responsibilities of the directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

Extent to which the audit was considered capable of detecting irregularities, including fraud

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 considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management, internal audit and about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act 2006 and relevant tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud or non-compliance with laws and regulations in the following areas, and our specific procedures performed to address them are described below:

- due to the nature of the group structure and the recharge arrangements in place, there is a risk that intragroup recharges are not recorded in the correct accounting period: we have tested a sample of post year end invoices and verified that the charges have been recorded in the accounting period to which the goods or provision of services relate.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;

Independent auditor's report

to the members of Trend Control Systems Limited

- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud; and
- enquiring of management, and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations.

Report on other legal and regulatory requirements

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.

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

Matters on which we are required to report by exception

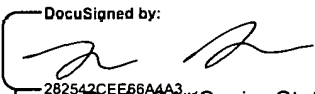
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the company's members, 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.

DocuSigned by:

282542CEE66AAA3...
James Boyle CA (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Edinburgh, United Kingdom
08-Dec-2021

Profit and loss account

for the financial year ended 31 December 2020

		2020	2019
	Notes	£000s	£000s
Turnover	5	59,877	64,757
Cost of sales		(47,369)	(51,970)
Gross profit		12,508	12,787
Distribution expenses		(6,886)	(8,721)
Administrative expenses		(5,329)	(3,704)
Government grant income	6	117	-
Operating profit	7	410	362
Interest receivable and similar income	10	3,113	4,200
Interest payable and similar charges	11	(4,261)	(4,429)
(Loss)/profit before taxation		(738)	133
Tax on (loss)/profit	12	(1,714)	(507)
Loss for the financial year		(2,452)	(374)

The notes on pages 24 to 44 form an integral part of the financial statements.

Statement of comprehensive income

for the financial year ended 31 December 2020

		2020	2019
	Notes	£000s	£000s
Loss for the financial year		(2,452)	(374)
Other comprehensive income:			
<i>Items that cannot be reclassified to profit or loss</i>			
Actuarial gains/(losses) on pension plan	20	25,652	(4,762)
Movement on deferred tax relating to pension scheme	12	(5,752)	810
Other comprehensive income/(expense) for the year, net of tax		19,900	(3,952)
Total comprehensive income/(expense) for the year, net of tax		17,448	(4,326)

Balance sheet

as at 31 December 2020

	Notes	2020 £000s	2019 £000s
Fixed assets			
Tangible assets	13	1,890	1,796
Right-of-use assets	14	1,813	1,055
		3,703	2,851
Current assets			
Debtors: amounts falling due within one year	15	99,772	99,686
		99,772	99,686
Creditors: amounts falling due within one year	16	(102,798)	(97,493)
Net current (liabilities)/assets		(3,026)	2,193
Total assets less current liabilities (excluding pension asset)		677	5,044
Creditors: amounts falling due after more than one year	17	(44,652)	(43,854)
Provisions for liabilities	19	(21,804)	(14,338)
Pension asset	20	126,547	96,468
Net assets		60,768	43,320
Capital and reserves			
Called-up share capital	21	5,000	5,000
Share premium account	22	452	452
Other reserves	23	150	150
Profit and loss account		55,166	37,718
Total shareholders' funds		60,768	43,320

The financial statements on pages 20 to 44 were approved by the board of directors on 08-Dec-2021 and signed on its behalf by:

DocuSigned by:

Madeleine Orbell-Thompson

38120093D67343B
Madeleine Orbell-Thompson
Director

Statement of changes in equity
for the financial year ended 31 December 2020

	<i>Called-up share capital</i>	<i>Share premium account</i>	<i>Other reserves</i>	<i>Profit and loss account</i>	<i>Total</i>
	<i>£000s</i>	<i>£000s</i>	<i>£000s</i>	<i>£000s</i>	<i>£000s</i>
At 1 January 2019	5,000	452	150	42,044	47,646
Loss for the financial year	-	-	-	(374)	(374)
Other comprehensive expense	-	-	-	(3,952)	(3,952)
At 31 December 2019	5,000	452	150	37,718	43,320
Loss for the financial year	-	-	-	(2,452)	(2,452)
Other comprehensive income	-	-	-	19,900	19,900
At 31 December 2020	5,000	452	150	55,166	60,768

Notes to the financial statements

for the financial year ended 31 December 2020

1. General information

Trend Control Systems Limited is a private company limited by shares which is incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The nature of the company's operations and its principal activities are set out in the strategic report on page 1.

The immediate parent undertaking is Novar Electrical Holdings Limited, a company incorporated in the United Kingdom. The registered address of the parent is Honeywell House, Skimped Hill Lane, Bracknell, Berks, RG12 1EB, United Kingdom.

The company's results are included in the consolidated financial statements of Honeywell International Inc., a company registered in the USA. Honeywell International Inc. is the company's ultimate parent company and controlling party, heading up the smallest and largest group to consolidate these financial statements. The registered office of the ultimate parent company is located at 251, Little Falls Drive, Wilmington, DE 19808, USA. The financial statements of Honeywell International Inc. are publicly available and can be obtained from Corporate Publications, Honeywell, 300 South Tryon Street, Charlotte, North Carolina, 28202, USA or from the Internet at www.honeywell.com.

2. Significant accounting policies

The accounting policies that have been applied consistently throughout the financial year and in the preceding year are set out below:

Basis of preparation

The company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the FRC. Accordingly, these financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

These financial statements are prepared on a going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006. The company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities);
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of
 - paragraph 79(a)(iv) of IAS 1,
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment,
 - paragraph 118(e) of IAS 38 Intangible Assets (reconciliations between the carrying amount at the beginning and end of the period), and
 - paragraph 17 of IAS 24 Related Party Disclosures (key management compensation)
- the requirements of following paragraphs of IAS 1 Presentation of Financial Statements
 - 10(d) (statement of cash flows),
 - 10(f) (a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements and 16 (statement of compliance with all IFRS),
 - 38A to 38D (requirement for minimum of two primary statements, including cash flow statements and additional comparative information),
 - 40A to 40D, 111 (statement of cash flows information) and 134-136 (capital management disclosures) of IAS 1;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors (disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;

Notes to the financial statements

for the financial year ended 31 December 2020

- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirements of paragraph 52 of IFRS 16 Leases, and
- the requirements of paragraph 58 of IFRS 16, provided that the disclosure of details of indebtedness required by paragraph 61(1) of Schedule 1 to the Regulations is presented separately for lease liabilities and other liabilities, and in total.

Going concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the strategic report.

The ultimate parent company, Honeywell International Inc. has indicated that it will provide financial support to the company for at least one year from the date of signing these financial statements. While considering the ability of the ultimate parent company to provide financial support, the directors, have reviewed the 2020 and Q2 2021 operating results and financial performance of Honeywell International Inc. as well as representations and initiatives of Honeywell Executive Leadership. The directors have further relied on forward looking assessments provided by Honeywell International Inc. under various possible COVID-19 scenarios, including rollout of the vaccine, and are satisfied that the ultimate parent company is in a position to provide the necessary financial support. As part of their consideration, the directors have acknowledged the cost control measures already taken across Honeywell International Inc., the group's cash, cash equivalents and short term investments balance at 30 June 2021 of \$12.3 billion.

The directors have a reasonable expectation that the company has adequate resources, including support from Honeywell International Inc. to continue in operational existence for the foreseeable future being a period of at least 12 months from the date of these financial statements.

Based on the circumstances described above, the financial statements are prepared on the assumption that the entity is a going concern.

Turnover and revenue recognition

Turnover comprises revenue from sales to customers and service revenues net of value added tax.

The company recognises revenue when it satisfies an identified performance obligation by transferring a promised good or service to a customer excluding amounts collected on behalf of third parties. The company measures revenue at the transaction price, excluding estimates of variable considerations. A good or service is considered to be transferred when the customer obtains control. IFRS 15 states that "control of an asset refers to the ability to direct the use of and obtain substantially all of the remaining benefits from the asset". Control also means the ability to prevent others from directing the use of, and receiving the benefit from, a good or service.

As per IFRS 15, the performance obligations are deemed to be satisfied as follows:

<u>Type of sale</u>	<u>Recognition</u>
Product	On delivery and when acceptance by the customer has occurred
Service contracts	As and when performance obligations are satisfied using cost to cost measure of progress

Volume rebates

The company provides retrospective volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the company applies the most likely amount method for contracts with a single-volume threshold and the expected value method for contracts with more than one volume threshold. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The company then applies the requirements on constraining estimates of variable consideration and recognises a refund liability for the expected future rebates.

Notes to the financial statements

for the financial year ended 31 December 2020

Interest receivable

Interest income is recognised as interest accrues using the effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to its net carrying amount.

Interest payable

Interest payable is recognised using the effective interest rate method. In calculating interest payable, the effective interest rate is applied to the amortised cost of the liability.

Leases – as lessee

The company assesses whether a contract is or contains a lease, at inception of a contract. The company recognises a right-of-use asset and a corresponding lease liability for all leasing arrangements, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (less than £5,000). For these leases, the company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease liability – initial measurement

The lease liability is initially measured at the present value of the lease payments, excluding payments made at or before the commencement date, discounted using the rate implicit in the lease. If this rate cannot be readily determined, the company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments); and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

Lease liability – subsequent measurement

The lease liability is subsequently measured at amortised cost.

The lease liability is remeasured, with a corresponding adjustment to the related right-of-use asset, whenever:

- the lease term has changed in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

Right-of-use assets

The right-of-use asset is initially measured at the initial amount of the lease liability adjusted for:

- lease payments made at or before the commencement day, less any lease incentives received;
- any initial direct costs;
- an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

The company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The company also assesses the right-of-use asset for impairment when such indicators exist.

Research and development

All costs associated with research and development are written off to the profit and loss account in the year of expenditure, unless the costs meet the recognition criteria under IAS 38 to be capitalised. R&D expenditure credit reclaimable from HM Revenue and Customs in respect of those costs is recognised when the actual claim is submitted to revenue authorities. The amount claimed reduces the research and development costs in the profit and loss account in the year of claim.

Notes to the financial statements

for the financial year ended 31 December 2020

Foreign currency translation

The company's financial statements are presented in Sterling, which is also the company's functional currency.

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Taxation

The tax currently payable is based on taxable profit for the financial year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other financial years and it further excludes items that are never taxable or deductible. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.

Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date. Deferred income tax assets and liabilities are offset, only if a legally enforceable right exists to set off current tax assets against current tax liabilities, the deferred income taxes relate to the same taxation authority and that authority permits the company to make a single net payment.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise income tax is recognised in the profit and loss account.

Tangible assets and depreciation

Tangible assets are stated at historical purchase cost less accumulated depreciation. Depreciation is calculated using the straight line method at rates calculated to write down the cost to the estimated residual value over the estimate useful life. Cost comprises purchase costs together with any incidental expenses of acquisition. The annual depreciation rates used for the major assets are:

Leasehold improvements	20-50%
Plant and equipment	7-33%

Depreciation is not provided on construction in progress until the asset is completed.

The assets' estimated useful lives, depreciation rates and residual values are reviewed, and adjusted if appropriate, at the end of each reporting period.

Notes to the financial statements

for the financial year ended 31 December 2020

Impairment of non-financial assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the company makes an estimate of the asset's recoverable amount in order to determine the extent of the impairment loss. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses on continuing operations are recognised in the profit and loss account in those expense categories consistent with the function of the impaired asset.

For assets where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, not to exceed the carrying amount that would have been determined, net of depreciation, had no impairment losses been recognised for the asset or cash generating unit in prior years. A reversal of impairment loss is recognised immediately in the profit and loss account. The company also assess the right-of-use asset for impairment when such indicators exists.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset in one entity and a financial liability or equity instrument in another entity.

Financial asset – recognition and measurement

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attribute able to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

All recognised financial assets are subsequently measured in their entirety at amortised cost.

Classification of financial assets

Classification of financial assets depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

The company classifies its financial assets in the following measurement categories:

- those measured at amortised cost,
- those to be measured subsequently at fair value through other comprehensive income (FVTOCI)

Financial asset at amortised cost

A financial asset is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Notes to the financial statements

for the financial year ended 31 December 2020

Financial asset at FVTOCI

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with IFRS 9, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on all financial assets not measured at fair value.

ECL is the weighted average of difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Financial liabilities - recognition and measurement

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, or financial liabilities at amortised cost as appropriate

All financial liabilities are recognised initially at fair value and, in the case of financial liabilities at amortised cost, net of directly attributable transaction costs.

Currently, the company holds financial liabilities measured at amortised cost which comprises of loans and borrowings and trade and other payables.

Subsequent measurement

After initial recognition, financial liabilities at amortised cost are measured at amortised cost using the EIR method. Gains and losses are recognised in profit and loss account when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as interest payable in the profit and loss account.

Notes to the financial statements

for the financial year ended 31 December 2020

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Pensions

As described in note 20, the company participates in a defined benefit pension scheme for the benefit of certain of its employees, the assets of which are held separately from those of the company in independently administered funds. The rates of contribution are determined by independent professionally qualified actuaries.

The cost of providing benefits under the defined benefit plans is determined separately for each plan using the projected unit credit method, which attributes entitlement to benefits to the current period (to determine current service cost) and to the current and prior periods (to determine the present value of defined benefit obligation) and is based on actuarial advice. Past service costs are recognised in profit or loss. When a settlement (eliminating all obligations for benefits already accrued) or a curtailment (reducing future obligations as a result of a material reduction in the scheme membership or a reduction in future entitlement) occurs, the obligation and related plan assets are remeasured using current actuarial assumptions and the resultant gain or loss recognised in the profit and loss account during the period in which the settlement or curtailment occurs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset, both as determined at the start of the annual reporting period, taking account of any changes in the net defined benefit liability during the period as a result of contribution and benefit payments. The net interest is recognised in profit or loss as interest receivable or payable.

Remeasurements, comprising actuarial gains and losses and the return on the net assets (excluding amounts included in net interest), are recognised immediately in other comprehensive income in the period in which they occur.

The defined benefit pension asset or liability in the balance sheet comprises the total for each plan of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of plan assets out of which the obligations are to be settled directly. Fair value is based on market price information and in the case of quoted securities is the published bid price. The value of a net pension benefit asset is restricted to the present value of any amount the company expects to recover by way of refunds from the plan or reductions in the future contributions.

Defined contribution plans are externally funded, with the assets of the plan held separately from those of the company in separate trustee administered funds. Contributions to such plans are charged to the profit and loss account as they become payable.

Provisions

The company recognises a provision when it has present obligation, either legal or constructive, that can be reliably measured and it is probable that the transfer of economic benefits will be required to settle that obligation.

Provisions are based on the best estimate of expenditure required to settle the obligation.

Government grants

Government grants are recognised when it is reasonable to expect that the grants will be received and that all related conditions will be met, usually on submission of a valid claim for payment. Government grants in respect of capital expenditure are credited to a deferred income account and are released as income by equal annual amounts over the expected useful lives of the relevant assets. Grants of a revenue nature are credited to income so as to match them with the expenditure to which they relate.

Grants for specific expenses such as furlough costs are credited to income in profit and loss account in the same period as the relevant expense.

Notes to the financial statements

for the financial year ended 31 December 2020

3. Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 2, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Judgements

There are no judgements that have a significant effect on amounts recognised in the financial statements.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

(i) Estimates used for DB pension scheme

The cost of defined benefit pensions plans and other post-employment medical benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and the long term nature of these plans, such estimates are subject to significant uncertainty. In determining the appropriate discount rate, the actuary considers the interest rates of corporate bonds in the respective currency with at least AA rating, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation. The underlying bonds are further reviewed for quality, and those having excessive credit spreads are removed from the population of bonds on which the discount rate is based, on the basis that they do not represent high quality bonds. The mortality rate is based on publicly available mortality tables for the specific country. Future salary increases and pension increases are based on expected future inflation rates for the respective country. Management works closely with the actuary to agree to these assumptions. The value of a net pension benefit asset is restricted to the present value of any amount the company expects to recover by way of refunds from the plan or reductions in the future contributions. Further details are given in note 20.

(ii) Impairment of financial assets

The company estimates the expected credit loss in relation to its financial assets considering the nature of business, past history and other mitigating factors. The company reviews this policy annually, if required. Accordingly, on application of ECL, the company concluded that there was no credit risk involved.

In respect of other financial assets which primarily comprises of amounts owed from group undertakings, a letter of guarantee has been provided by the ultimate parent company, Honeywell International Inc. indicating that support will be given in order to settle these amounts should it be necessary. Accordingly, the company has not recognised a provision for expected credit loss.

4. New and amended standards and interpretations

The company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2020. The company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Notes to the financial statements

for the financial year ended 31 December 2020

Amendments to IAS 1 and IAS 8 Definition of Material

The amendments provide a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the financial statements of Trend Control Systems Limited, nor is there expected to be any future impact to the company.

Amendments to IFRS 16 COVID-19 Related Rent Concessions

On 28 May 2020, the IASB issued Covid-19-Related Rent Concessions - amendment to IFRS 16 Leases. The amendments provide relief to lessees from applying IFRS 16 guidance on lease modification accounting for rent concessions arising as a direct consequence of the COVID-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a COVID-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the COVID-19 related rent concession the same way it would account for the change under IFRS 16, if the change were not a lease modification.

The amendment applies to annual reporting periods beginning on or after 1 June 2020. Earlier application is permitted. This amendment had no impact on the financial statements of the company.

5. Turnover

	2020	2019
	£000s	£000s
<i>Analysis of turnover by geographical market</i>		
United Kingdom	46,651	49,998
Rest of Europe	12,828	14,150
Rest of the world	398	609
<i>Total turnover by geographical market</i>	<u>59,877</u>	<u>64,757</u>
	2020	2019
	£000s	£000s
<i>Analysis of turnover by category</i>		
Sale of goods	48,624	51,812
Rendering of services	11,253	12,945
<i>Total turnover by category</i>	<u>59,877</u>	<u>64,757</u>

Notes to the financial statements

for the financial year ended 31 December 2020

	2020	2019
	£000s	£000s
<i>Timing of revenue recognition</i>		
Point of time	48,624	51,812
Over time	11,253	12,945
<i>Total revenue from contracts with customers</i>	<u>59,877</u>	<u>64,757</u>

6. Government grant income

During the year the company received a government grant of £117,000 under the Coronavirus Job Retention Scheme (JRS). The grant is given to UK employers to cover all or part of the wages and salary costs of employees on temporary leave (furlough) due to the COVID-19 pandemic.

7. Operating profit

	2020	2019
	£000s	£000s
This is stated after charging/(crediting):		
<i>Depreciation and amortisation</i>		
Tangible assets – owned (note 13)	387	292
Right-of-use assets (note 14)	527	481
Research and development	9	-
Gain on disposal of fixed assets	-	(7)
Reorganisation and redundancy	632	103
Loss on foreign exchange	36	11

8. Auditor's remuneration

Fees payable to the auditor, Deloitte LLP, amounted to £19,500 (2019: £22,000) for the audit of the financial statements. This cost was incurred by Honeywell Control Systems Limited, a fellow UK subsidiary of Honeywell International Inc., and it is not recharged to the company.

There are no non audit services fees payable to the auditor (2019: £nil).

Notes to the financial statements

for the financial year ended 31 December 2020

9. Employees and directors

(a). Staff costs

	2020	2019
	£000s	£000s
Wages and salaries	12,822	14,710
Social security costs	1,501	1,544
Contributions to defined contribution pension plans	1,715	1,786
Pension costs for defined benefit plans (note 20)	749	464
Total staff costs	16,787	18,504

The average monthly number of employees during the financial year was made up as follows:

(including executive directors)

	2020	2019
	Nos	Nos
Direct	103	99
Indirect	175	184
Total monthly average number of employees	278	283

(b). Directors' remuneration

	2020	2019
	£000s	£000s
Aggregate emoluments	204	239
Pension costs – defined contribution	44	53
Total payments to directors	248	292

Highest paid director

Aggregate emoluments	109	115
Accrued pension at financial year end	23	28
Total payments to highest paid director	132	143

During the financial year the highest paid director did not (2019: did not) exercise options over shares of Honeywell International Inc., the ultimate parent company.

Notes to the financial statements

for the financial year ended 31 December 2020

	2020	2019
	No.	No.
Number of directors who:		
Were members of defined benefit plans	2	1

In 2020, one director (2019: one director) was remunerated by other group companies for their services to the group as a whole.

10. Interest receivable and similar income

	2020	2019
	£000s	£000s
Interest receivable from group undertakings	1,046	1,464
Pension interest (note 20)	2,067	2,736
<i>Total interest receivable and similar income</i>	<u>3,113</u>	<u>4,200</u>

11. Interest payable and similar charges

	2020	2019
	£000s	£000s
Interest payable on bank overdraft	1,005	1,160
Interest expense on lease liability	10	23
Preference share dividend (note 16)	3,246	3,246
<i>Total interest expense and similar expenses</i>	<u>4,261</u>	<u>4,429</u>

12. Taxation

(a). Tax charged in the profit and loss account

	2020	2019
	£000s	£000s
Current tax:		
Adjustments in respect of prior years	-	98
<i>Total current tax</i>	<u>-</u>	<u>98</u>

Notes to the financial statements

for the financial year ended 31 December 2020

Deferred tax:

Origination and reversal of temporary differences	869	432
Effect of change in tax laws and rates	812	-
Adjustments in respect of prior years	33	(23)
Total deferred tax	1,714	409
Total tax expense in the profit and loss account	1,714	507

(b). Tax relating to items credited or charged to statement of comprehensive income

	2020	2019
	£000s	£000s
Deferred tax:		
Effect of change in tax laws and rates	(878)	-
Remeasurements on defined benefit pension plans	(4,874)	810
Total deferred tax	(5,752)	810
Total tax expense in the statement of comprehensive income	(5,752)	810

(c). Reconciliation of the total tax charge

The tax expense in the profit and loss account for the financial year is higher (2019: higher) than the standard rate of corporation tax in the UK of 19% (2019: 19%). The differences are reconciled below:

	2020	2019
	£000s	£000s
(Loss)/profit before income tax	(738)	133
(Loss)/profit multiplied by the effective rate of corporation tax in the UK of 19% (2019: 19%)	(140)	25
Effects of:		
Expenses not deductible for tax purposes and other permanent differences	623	634
Income not taxable	(95)	(51)
Effect of change in tax laws and rates	812	-
Difference in current tax rate to deferred rate	-	(51)
Adjustment for tax for prior years	32	75
Group relief surrendered /(not paid for)	482	(125)
Total tax expense reported in the profit and loss account	1,714	507

Notes to the financial statements

for the financial year ended 31 December 2020

(d). Factors affecting tax charge for the financial year

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

The UK Budget 2021 announcements on 3 March 2021 included measures to support economic recovery as a result of the ongoing COVID-19 pandemic. These included an increase to the UK's main corporation tax rate to 25%, which is due to be effective from 1 April 2023. These changes were not substantively enacted at the balance sheet date and hence have not been reflected in the measurement of deferred tax balances at the period end. The company has assessed the impact of the change in rate on its deferred tax assets and liabilities and the impact would be to increase the deferred tax assets at the balance sheet date by £7,200,000.

(e). Deferred tax

	2020	2019
	£000s	£000s
<i>The deferred tax included in the balance sheet is as follows:</i>		
Deferred tax asset		
Differences between capital allowances and depreciation	390	411
Tax losses carried forward	1,834	1,641
Other short term timing differences	16	10
Total deferred tax asset	2,240	2,062
Deferred tax liability		
Deferred tax provision on pension asset (note 20)	(24,044)	(16,400)
Total deferred tax liability	(24,044)	(16,400)
Net deferred tax liability	(21,804)	(14,338)

<i>Movements in deferred tax</i>	<i>Excluding pension</i>	<i>Pension</i>	<i>Total</i>
	£000s	£000s	£000s
At 1 January 2020	2,062	(16,400)	(14,338)
Charge to the profit and loss account	178	(1,892)	(1,714)
Credit to statement of comprehensive income	-	(5,752)	(5,752)
At 31 December 2020	2,240	(24,044)	(21,804)

The deferred tax asset is recognised because it is more likely than not that there will be sufficient taxable profits in the future to recover the assets.

Notes to the financial statements

for the financial year ended 31 December 2020

13. Tangible assets

	<i>Leasehold improvements</i>	<i>Plant and equipment</i>	<i>Construction in progress</i>	<i>Total</i>
	<i>£000s</i>	<i>£000s</i>	<i>£000s</i>	<i>£000s</i>
<i>Cost</i>				
At 1 January 2020	1,432	5,066	107	6,605
Additions	-	89	392	481
Transfers	-	109	(109)	-
At 31 December 2020	1,432	5,264	390	7,086
<i>Accumulated depreciation</i>				
At 1 January 2020	682	4,127	-	4,809
Provided during the financial year	6	381	-	387
At 31 December 2020	688	4,508	-	5,196
<i>Net book value:</i>				
At 31 December 2020	744	756	390	1,890
At 31 December 2019	750	939	107	1,796

14. Right-of-use assets

	<i>Land and buildings</i>
	<i>£000s</i>
<i>Cost</i>	
At 1 January 2020	1,536
Additions	1,285
At 31 December 2020	2,821
<i>Accumulated depreciation</i>	
At 1 January 2020	481
Provided during the financial year	527
At 31 December 2020	1,008
<i>Net book value:</i>	
At 31 December 2020	1,813
At 31 December 2019	1,055

Notes to the financial statements

for the financial year ended 31 December 2020

The company entered into a commercial lease on Horsham, UK on 26 December 2015 which was extended on 25 March 2020 and will expire on March 2025. There are no restrictions placed upon the lessee by entering into these leases.

The company leases several assets including buildings. The average remaining lease term is 3.8 years (2019: 5 years).

15. Debtors: amounts falling due within one year

	2020	2019
	£000s	£000s
<i>Amounts falling due within one year</i>		
Trade debtors	9,660	8,849
Amounts owed by group undertakings	87,732	89,257
Amount recoverable on contracts	1,765	1,008
Prepayments and accrued income	184	174
Other debtors	431	398
<i>Total amounts falling due within one year</i>	<u>99,772</u>	<u>99,686</u>

Amounts owed by group undertakings include the following interest bearing loans and other borrowings, other amounts are interest free:

Receivable	Currency	Interest terms	2020	2019
			£000s	£000s
On demand	GBP	UK Base rate plus 1%	85,640	84,594

All amounts owed by group undertakings are payable on demand and unsecured.

16. Creditors: amounts falling due within one year

	2020	2019
	£000s	£000s
Bank overdraft	36,517	35,963
Trade creditors	1,973	1,864
Amounts owed to group undertakings	5,785	4,477
Taxation and social security	369	1,030
Accruals and deferred income	2,555	1,863
Lease liability (note 18)	417	360
Accrued preference dividends	55,182	51,936
<i>Total amount owed to creditors</i>	<u>102,798</u>	<u>97,493</u>

All amounts owed to group undertakings are payable on demand, unsecured and non-interest bearing.

Notes to the financial statements

for the financial year ended 31 December 2020

Accrued preference dividends represent an annual dividend of £3,246,000 accumulated since 2004 on 7.5% cumulative preference shares of £1 each.

17. Creditors: amounts falling due after more than one year

	2020	2019
	£000s	£000s
7.5% cumulative preference shares of £1 each	43,276	43,276
Lease liability (note 18)	1,376	578
Total	44,652	43,854

The holders of the redeemable cumulative preference shares have the right to be paid a fixed cumulative preference dividend at the rate of 7.5% per annum payable annually in arrears.

The company can redeem all or part of the preference shares at any time together with arrears of dividends. In the case of winding up the company, the holders of the preference shares are entitled to receive the face value of the shares together with arrears of dividends up to the date of winding up.

18. Lease liabilities

	2020	2019
	£000s	£000s
Land and buildings		
Non-current (note 17)	1,376	578
Current (note 16)	417	360
Total amount owed to creditors	1,793	938

The non-cancellable lease payments are due

	2020	2019
	£000s	£000s
Within 1 year	417	360
Between 1 and 5 years	1,376	578
Total	1,793	938

The company has entered into commercial leases on certain properties. The company has entered into a lease agreement for a period of 5 years for St. Marks Court in Horsham starting from 22 January 2018. The company had the option to terminate the lease in 2021, however it did not exercise that option. The company has other commercial lease agreements which started from December 2015 on other locations in Horsham, UK and had expired in March 2020. The company re-negotiated these leases and have now been extended for further period of 5 years. There are no restrictions placed upon the lessee by entering into these leases.

Notes to the financial statements

for the financial year ended 31 December 2020

19. Provisions for liabilities

	At 1 January 2020	Charge to profit & loss account	Credit to statement of comprehensive income	At 31 December 2020
	£000s	£000s	£000s	£000s
Deferred tax liability (note 12)	14,338	2,592	4,874	21,804
Total	14,338	2,592	4,874	21,804

20. Pension commitments

Honeywell UK Pension Scheme (HUKPS)

The company is a participating employer in the Honeywell UK Pension Scheme (HUKPS) which is a funded defined-benefit plan based on salary. The scheme was closed for future accruals of benefits with effect from 30 June 2017 and all active members at this date became deferred members. Regular employer contributions to the plan by the company in 2021 are estimated to be £nil. Defined benefit obligations are based on a full-valuation of the schemes liabilities as at 31 March 2020, measured using the projected unit credit method and rolled forward to the year-end date as at 31 December 2020.

	2020	2019
	£000s	£000s
<i>Amounts recognised in the balance sheet</i>		
Fair value of plan assets	521,864	466,577
Present value of defined benefit obligations	(395,317)	(370,109)
Net assets	126,547	96,468

	2020	2019
	£000s	£000s
<i>Amounts recognised in profit or loss</i>		
Interest cost	7,227	9,311
Expected return on pension plan assets	(9,294)	(12,047)
Finance credit recognised	(2,067)	(2,736)

Current service cost		
Past service cost (including curtailments)	31	-
Total administrative expenses recognised in profit and loss	622	466
Credit recognised in profit and loss	(1,414)	(2,270)
Actual return on assets	56,451	47,094

Notes to the financial statements

for the financial year ended 31 December 2020

<i>Remeasurements</i>	2020	2019
	£000s	£000s
Liability losses due to changes in assumptions	30,696	45,041
Liability gains due to experience during the year	(7,079)	(5,231)
Gains on transfer between companies	(2,110)	-
Asset gains arising during the financial year	(47,159)	(35,048)
Total actuarial (gain)/loss recognised in OCI	(25,652)	4,762

Changes in present value of defined benefit obligation

At 1 January	370,109	336,007
Transfer between companies*	6,870	-
Interest cost	7,227	9,311
Curtailments	31	-
Actuarial losses on liabilities-financial assumption	28,796	48,143
Actuarial gains/(losses) on liabilities - demographic assumptions	1,900	(3,102)
Actuarial gains on liabilities-experience	(7,079)	(5,231)
Net benefits paid out	(12,537)	(15,019)
At 31 December	395,317	370,109

<i>Changes in fair value of scheme assets</i>	2020	2019
	£000s	£000s
At 1 January	466,577	434,967
Transfer between companies*	8,983	-
Expected return on assets	9,294	12,047
Actuarial gains on assets	47,158	35,048
Contributions by employer	3,011	-
Actual administration expenses paid	(622)	(466)
Net benefits paid out	(12,537)	(15,019)
At 31 December	521,864	466,577

* In 2020, Honeywell Normalair Garrett (Holdings) Limited settled a section 75 debt as per the Pensions Act 1995 and as a result is no longer a participating employer in the HUKPS. The membership in the pension scheme has been reallocated to other participating companies.

Notes to the financial statements

for the financial year ended 31 December 2020

	2020	2019
<i>Major categories of plan assets as a percentage of total plan assets</i>	%	%
Equities (including venture cap and alternative investments)	28.0	32.0
Bonds	59.0	12.9
Property	12.0	3.2
Cash	1.0	51.9
Total	100.0	100.0

	2020	2019
<i>Main actuarial assumptions</i>	%	%
Inflation (RPI)	2.7	2.9
Inflation (CPI)	2.2	1.9
<i>Rate of increase for pensions</i>		
Pensions subject to limited price indexation to 5%	2.6	2.8
Pensions subject to limited price indexation to 2.5%	2.0	2.1
Other pensions and deferred pensions	2.2	1.9
Discount rate for scheme liabilities	1.4	2.0

Mortality

Mortality assumptions are based on standard mortality tables that allow for future mortality improvements. These tables assume that a member who retired in 2020 at age 65 will live on average for a further 22.20 years (2019: 22.37 years) after retirement if male or a further 24.60 years (2019: 24.44 years) if female.

Overall long-term rate of return

The company employs a building block approach in determining the long-term rate of return on pension plan assets. Historical markets are studied and assets with a higher volatility are assumed to generate higher returns consistent with widely accepted capital market principles. The overall expected rate of return on assets is then derived by aggregating the expected rate of return for each asset class over the actual asset allocation for the plan at the year end.

21. Called-up share capital

	2020	2019
	£000s	£000s
<i>Authorised and allotted, called-up and fully paid</i>		
5,000,000 (2019:5,000,000) ordinary shares of £1 each at 1 January and 31 December	5,000	5,000

Notes to the financial statements

for the financial year ended 31 December 2020

22. Share premium account

	2020	2019
	£000s	£000s
<i>Balance at 1 January and 31 December</i>		
Premium arising on issue of equity shares	452	452

23. Other reserves

	2020	2019
	£000s	£000s
<i>Balance at 1 January and 31 December</i>		
Capital redemption reserve	150	150

The Capital redemption reserve arose from the redemption of 200,000 deferred ordinary shares.

24. Contingent liabilities

The company, with other Honeywell group companies in the UK, has provided a bank guarantee under a composite accounting agreement. Under this agreement, bank interest is calculated on the net group position after setting off positive and overdrawn cash balances. The maximum contingent liability under this agreement is the total of overdrawn balances held by group companies, amounting to £494,085,000 (2019: £560,423,000).

Positive cash balances held by the group exceeded overdrawn balances in 2020 and 2019.

25. Events after balance sheet date

There have been no material adjusting or disclosable events since the financial year end.