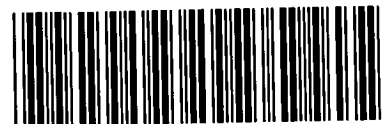


**ROOF UNITS (GROUP) LIMITED**  
**UNAUDITED REPORT AND ACCOUNTS**  
**FOR THE YEAR ENDED 31 JULY 2018**

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# **ROOF UNITS (GROUP) LIMITED**

## **UNAUDITED REPORT AND ACCOUNTS 2018**

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# **ROOF UNITS (GROUP) LIMITED**

## **DIRECTORS' REPORT**

The directors present their report and the unaudited accounts for the year ended 31 July 2018.

### **BUSINESS REVIEW AND PRINCIPAL ACTIVITIES**

The principal activity in the year of Roof Units (Group) Limited (the "Company") was that of a finance and investment company. No investments are currently held and none are expected to be held in the foreseeable future. The Company did not trade during the year ended 31 July 2018.

The Company has net liabilities of £59,000 (2017: £59,000). The directors have reviewed the projected performance of the Company and the support available from the parent undertaking Smiths Group plc and consider that the Company is a going concern.

### **FUTURE OUTLOOK**

It is not envisaged that the Company will initiate any new activities in the forthcoming year.

### **PRINCIPAL RISKS AND UNCERTAINTIES**

The directors of Smiths Group plc manage the Smiths Group risks at a Group level, rather than at an individual business unit level. For this reason, the Company's directors believe that a disclosure of the Company's risk would not be appropriate for an understanding of the activities of the Company. The principal risks and uncertainties of Smiths Group plc are disclosed in its annual report.

### **FINANCIAL RISK MANAGEMENT**

The directors consider that the Company continues to rely on the support of its parent company. The parent company has given assurances that adequate resources will be made available to the Company to ensure that it will continue in operation for the foreseeable future. Therefore, the directors have continued to adopt the going concern basis in preparing the accounts.

Financial risks are managed on a Group basis. See the financial instruments note in the Smiths Group PLC's annual report for details of how the Group manages foreign exchange rate risks, interest rate risks, credit risks and liquidity risks.

### **KEY PERFORMANCE INDICATORS**

The directors of Smiths Group plc manage the Group's operations on a consolidated basis using divisional key performance indicators. For this reason, the Company's directors believe that analysis using key performance indicators for the Company is not necessary or appropriate. The development, performance and position of Smiths Group plc is discussed in the Strategic Report section of Smiths Group PLC's annual report which does not form part of this report.

### **DIRECTORS**

The directors who held office during the year, and after the year end, are given below:

F Rae (appointed 16 August 2017)  
N R Parkin (resigned 18 June 2018)  
J R G Harvey (resigned 21 September 2018)  
S. P. Kilcoyne (appointed 18 September 2018)

By order of the Board



Fraser Rae  
Director

25 March 2019

## **ROOF UNITS (GROUP) LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

# ROOF UNITS (GROUP) LIMITED

## UNAUDITED BALANCE SHEET AS AT 31 JULY 2018

Registered Number 2490139

	Notes	31 July 2018 £'000	31 July 2017 £'000
<b>Creditors (amounts falling due within one year)</b>	4	<u>(59)</u>	<u>(59)</u>
<b>Net (liabilities)/assets</b>		<u>(59)</u>	<u>(59)</u>
<b>Capital and reserves</b>			
Called up share capital	5	13	13
Share premium account	6	2,000	2,000
Merger reserve	6	1,065	1,065
Profit and loss account	6	<u>(3,137)</u>	<u>(3,137)</u>
<b>Total shareholders' funds</b>		<u>(59)</u>	<u>(59)</u>

For the year ended 31 July 2018, the Company was entitled to exemption under section 480 of the Companies Act 2006.

Members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting periods and the preparation of accounts.

The financial statements on pages 3 to 6 were approved by the board of directors on 25 March 2019 and were signed on its behalf by:



Fraser Rae  
Director

# **ROOF UNITS (GROUP) LIMITED**

## **NOTES TO THE UNAUDITED ACCOUNTS FOR THE YEAR ENDED 31 JULY 2018**

### **1 ACCOUNTING POLICIES**

#### **Basis of preparation**

These financial statements have been prepared in accordance with the Companies Act 2006 and Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". The financial statements have been prepared on a going concern basis under the historical cost convention.

The Company has net liabilities of £59,000 (2017: £59,000). The directors have reviewed the projected performance of the Company, the support available from the parent company Smiths Group plc and the financial strength of the parent company. The directors consider that the Company continues to rely on the support of its parent company. The parent has given assurances that adequate resources will be made available to the Company to ensure that it will continue in operation for the foreseeable future. Therefore, the directors have prepared the accounts on a going concern basis.

The Company has elected to apply the exemption available in FRS 102 to dormant companies and retained its accounting policies at the date of transition for reported assets, liabilities and equity until there is any change to those balances or the company undertakes any new transactions.

The Company has applied the exemption from the requirement to prepare a cash flow statement available under FRS 102.

The Company has no transactions in the current or prior year. A profit and loss account and statement of changes in equity have not been presented, since there was nothing to report in these statements.

These accounts are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

#### **Financial liabilities**

Borrowings are initially recognised at the fair value of the proceeds, net of related transaction costs. These transaction costs and any discount or premium on issue are subsequently amortised under the effective yield method through the profit and loss account as interest over the life of the loan, and added to the liability disclosed in the balance sheet. Related accrued interest is included in the borrowings figure. Borrowings are classified due within one year unless the Company has an unconditional right to defer settlement of the liability for at least one year after the balance sheet date.

#### **Taxation**

Current tax on ordinary activities represents the amount received or paid for group relief in respect of tax losses surrendered or claimed in the current year. All current tax liabilities have been assumed by Smiths Group plc, the ultimate parent company.

Deferred tax is provided in full using the balance sheet liability method. A deferred tax asset is recognised where it is probable that future taxable income will be sufficient to utilise the available relief. Tax is charged or credited to the income statement except when it relates to items charged or credited directly to equity, in which case the tax is also dealt with in equity.

## ROOF UNITS (GROUP) LIMITED

### NOTES TO THE UNAUDITED ACCOUNTS FOR THE YEAR ENDED 31 JULY 2018

#### 2 DIRECTORS' REMUNERATION

None of the directors of the Company received any remuneration in respect of their services as directors of the Company (2017: £nil).

#### 3 EMPLOYEES

The Company has no active employees (2017: none). Employees of other Smiths Group companies perform all administration of the Company's affairs. No charge for these services has been levied upon the Company in the current or previous period.

#### 4 CREDITORS – amounts falling due within one year

	31 July 2018 £'000	31 July 2017 £'000
<b>Amounts falling due within one year</b>		
Amounts owed to group undertakings	<u>59</u>	<u>59</u>

Loans owing to group undertakings, falling due within one year, are repayable on demand and are interest free.

#### 5 CALLED UP SHARE CAPITAL

	31 July 2018 £'000	31 July 2017 £'000
<b>Issued and fully paid</b>		
126,942 (2017: 126,942) ordinary shares of £0.10 each	<u>13</u>	<u>13</u>

#### 6 RESERVES

	Share premium account £'000	Merger reserve £'000	Profit and loss account £'000	Total £'000
At 1 August 2017 and 31 July 2018	<u>2,000</u>	<u>1,065</u>	<u>(3,137)</u>	<u>(72)</u>

#### 7 RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption provided by FRS 102 Section 33 not to disclose transactions with entities that are, directly or indirectly, wholly owned by Smiths Group plc.

## **ROOF UNITS (GROUP) LIMITED**

### **NOTES TO THE UNAUDITED ACCOUNTS FOR THE YEAR ENDED 31 JULY 2018**

#### **8 ULTIMATE PARENT UNDERTAKING**

For the year ended 31 July 2018, the Company was a wholly owned subsidiary of Smiths Group plc.

The ultimate parent undertaking and controlling party is Smiths Group plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Smiths Group plc is incorporated in the United Kingdom and registered in England and Wales.

The annual report and accounts of Smiths Group plc may be obtained from the Company Secretary, Smiths Group plc, 4<sup>th</sup> Floor, St James Square, London, SW1Y 4LB.