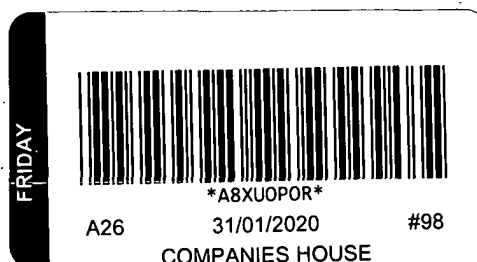


Registered number: 03177159

CRADLEY INTERNATIONAL LEASING LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2019



CRADLEY INTERNATIONAL LEASING LIMITED

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CRADLEY INTERNATIONAL LEASING LIMITED

COMPANY INFORMATION

Directors

K Broom
J.M Sutton

Company secretary

N Wignall Jennings

Registered number

03177159

Registered office

Gorsey Lane
Widnes
Cheshire
WA8 0GG

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Hardman Square
Manchester
M3 3EB

Bankers

HSBC Bank plc
99-100 Lord Street
Liverpool
Merseyside
L2 6PG

CRADLEY INTERNATIONAL LEASING LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 APRIL 2019

The directors present their annual report and the audited financial statements of Cradley International Leasing Limited (the "Company") for the year ended 30 April 2019.

Historically the Company held the assets of Suttons International Limited, however these assets were legally transferred to Suttons International Limited several years ago. The Company has no current activities and remained largely dormant during the year.

The Company forgave intercompany debtors of £16,561,176 which, as they related to non-trading items, were treated as a capital distribution in the statement of changes in equity. There were no other dividends declared in the year.

Directors

The directors who served during the year were present up to the date of signing of the financial statements were:

K Broom
J M Sutton

Directors' responsibilities statement

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law). 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 the 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 United Kingdom Accounting Standards, comprising FRS 102, 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.

The directors 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.

Directors' confirmations

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

CRADLEY INTERNATIONAL LEASING LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2019

Independent auditors

Under section 487(2) of the Companies Act 2006, PricewaterhouseCoopers LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the financial statements with the registrar, whichever is earlier.

Small companies exemptions

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

The Company has taken the exemption under Section 414B of the Companies Act 2006 from preparing a Strategic Report.

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



K Broom
Director

Date: 10/01/2020

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CRADLEY INTERNATIONAL LEASING LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, Cradley International Leasing Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 April 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise the Balance Sheet as at 30 April 2019; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the Company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CRADLEY INTERNATIONAL LEASING LIMITED (CONTINUED)

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 30 April 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

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

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

Use of this report

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

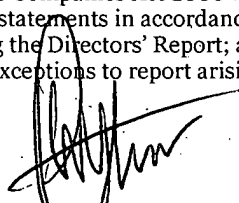
We have no exceptions to report arising from this responsibility.

CRADLEY INTERNATIONAL LEASING LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CRADLEY INTERNATIONAL LEASING LIMITED (CONTINUED)

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Philip Storer (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester

Date: 31 January 2020

CRADLEY INTERNATIONAL LEASING LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 APRIL 2019**

	2019	2018
	£	£
Administrative expenses	-	(2,398)
Other operating income	577	-
Operating profit/(loss)	577	(2,398)
Interest receivable and similar income	7,981	807
Profit/(loss) before tax	8,558	(1,591)
Tax on profit/(loss)	(29)	825
Profit/(loss) for the financial year	8,529	(766)
 Total comprehensive income/(expense) for the financial year	 8,529	 (766)

The notes on pages 10 to 14 form part of these financial statements.

CRADLEY INTERNATIONAL LEASING LIMITED
REGISTERED NUMBER: 03177159

BALANCE SHEET
AS AT 30 APRIL 2019

	Note	2019 £	2018 £
Current assets			
Debtors	5	-	16,529,766
Cash at bank and in hand		268,339	279,709
		<u>268,339</u>	<u>16,809,475</u>
Creditors: amounts falling due within one year	6	(11,511)	(15,714,413)
		<u></u>	<u></u>
Net current assets		256,828	1,095,062
Total assets less current liabilities		256,828	1,095,062
Capital and reserves			
Called up share capital		10,000	10,000
Profit and loss account		246,828	1,085,062
		<u></u>	<u></u>
Total shareholders' funds		256,828	1,095,062

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements on pages 7 to 14 were approved and authorised for issue by the board and were signed on its behalf by:



K Broom
Director

Date: 10/01/2020

The notes on pages 10 to 14 form part of these financial statements.

CRADLEY INTERNATIONAL LEASING LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 APRIL 2019**

	Called up share capital £	Profit and loss account £	Total shareholders' funds £
At 1 May 2017	10,000	1,085,828	1,095,828
Comprehensive expense for the financial year			
Loss for the financial year	-	(766)	(766)
Total comprehensive expense for the financial year	-	(766)	(766)
At 30 April 2018 and 1 May 2018	10,000	1,085,062	1,095,062
Comprehensive income for the financial year			
Profit for the financial year	-	8,529	8,529
Total comprehensive income for the financial year	-	8,529	8,529
Capital contribution - Intercompany debt forgiveness (see note 6)	-	15,714,413	15,714,413
Capital distribution - Intercompany debt forgiveness (see note 5)	-	(16,561,176)	(16,561,176)
Total transactions with owners	-	(846,763)	(846,763)
At 30 April 2019	10,000	246,828	256,828

The notes on pages 10 to 14 form part of these financial statements.

CRADLEY INTERNATIONAL LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2019

1. General information

Cradley International Leasing Limited (the "Company") is a private company limited by shares incorporated in the United Kingdom. The address of its registered office is: Gorsey Lane, Widnes, Cheshire, WA8 0GG.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared on a going concern basis under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied consistently throughout the year:

2.2 Debtors

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

2.3 Cash and cash equivalents

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

2.4 Financial instruments

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

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

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

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2019**

2. Accounting policies (continued)

2.4 Financial instruments (continued)

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

2.5 Creditors

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

2.6 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'other operating income'.

2.7 Interest income

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2019**

2. Accounting policies (continued)

2.8 Current and deferred taxation

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

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

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

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

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

3. Auditors' remuneration

Fees payable to the Company's auditors for the audit of the Company's annual financial statements totalled £200 (2018: £1,000).

Fees payable to the Company's auditors for other services are disclosed in the consolidated financial statements of the Company's intermediary parent company, Thomas Cradley Holdings Limited.

4. Employees

The average monthly number of employees, including directors, during the year was 2 (2018: 2).

CRADLEY INTERNATIONAL LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2019

5. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	-	16,529,737
Deferred taxation (note 7)	-	29
	<u>-</u>	<u>16,529,766</u>

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

During the year there was a Group exercise to simplify intercompany trading balances. The Company forgave intercompany debtors of £16,561,176 which, as they related to non-trading items, were treated as a capital distribution in the statement of changes in equity.

6. Creditors: amounts falling due within one year

	2019 £	2018 £
Amounts owed to group undertakings	11,512	15,714,414
Corporation tax	(1)	(1)
	<u>11,511</u>	<u>15,714,413</u>

The aggregate amount of creditors for which security has been given amounted to £11,512 (2018: £15,714,414). These are interest free and repayable on demand.

All other amounts owed to group undertakings are unsecured, interest free and repayable on demand.

The Company forgave intercompany creditors of £15,714,413 which, as they related to non-trading items, were treated as a capital contribution in the statement of changes in equity.

CRADLEY INTERNATIONAL LEASING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2019

7. Deferred taxation

	2019 £
At beginning of year	29
Charged to profit or loss	(29)
At end of year	-

The deferred tax asset is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	-	29

8. Related party transactions

The Company is exempt from disclosing related party transactions with other companies that are wholly owned within the Group and, under FRS 102 Section 1A, is exempt from disclosing the compensation of key management personnel. There are no other related party transactions requiring disclosure.

9. Ultimate parent undertaking and controlling party

The intermediary parent company is Thomas Cradley Holdings Limited, a company registered in England and Wales.

Thomas Cradley Holdings Limited prepares group financial statements, and is the smallest and largest group to do so, and copies can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The Company is ultimately wholly owned by Thomas Cradley Group Holdings Limited, which itself is owned by a series of trusts, with no single trust having a controlling interest. Members of the Sutton and Broadhurst families have beneficial interests through the trusts but no one family member has a controlling interest.